



**MINUTES**  
**of the**  
**JUNE 2020**  
**ROTARY INTERNATIONAL**  
**BOARD OF DIRECTORS MEETING**

**GENERAL OFFICERS**  
**2019–20**

**PRESIDENT**

**Mark Daniel Maloney**  
Decatur, AL, USA  
(Rotary Club of Decatur)

**VICE PRESIDENT**

**Olayinka Hakeem Babalola**  
Port Harcourt Rivers State, Nigeria  
(Rotary Club of Trans Amadi)

**PRESIDENT-ELECT**

**Holger Knaack**  
Ratzeburg, Germany  
(Rotary Club of Herzogtum Lauenburg-Mölln)

**TREASURER**

**David D. Stovall**  
Gainesville, GA, USA  
(Rotary Club of Hall County)

**EXECUTIVE COMMITTEE CHAIR**

**Francesco Arezzo**  
Ragusa, Italy  
(Rotary Club of Ragusa)

**GENERAL SECRETARY**

**John Hewko**  
Evanston, IL, USA  
(Rotary Club of Kyiv, Ukraine)

**OTHER DIRECTORS**

**Tony Black**  
Dunoon, Scotland  
(Rotary Club of Dunoon)

**Jeffry Cadorette**  
Media, PA, USA  
(Rotary Club of Media)

**Mário C. de Camargo**  
Santo André, Brazil  
(Rotary Club of Santo André)

**Lawrence A. Dimmitt**  
Topeka, KS, USA  
(Rotary Club of Topeka)

**Rafael Garcia III**  
Makati City, Philippines  
(Rotary Club of Pasig)

**Jan Lucas Ket**  
Purmerend, The Netherlands  
(Rotary Club of Purmerend)

**Kyun Kim**  
Busan, Korea  
(Rotary Club of Busan-Dongrae)

**Floyd Lancia**  
Fort Wayne, IN, USA  
(Rotary Club of Fort Wayne)

**Akira Miki**  
Himeji, Japan  
(Rotary Club of Himeji)

**Bharat S. Pandya**  
Mumbai, India  
(Rotary Club of Borivli)

**Kamal Sanghvi**  
Dhanbad, India, USA  
(Rotary Club of Dhanbad)

**Johrita Solari**  
Orange, CA, USA  
(Rotary Club of Anaheim)

**Stephanie A. Urchick**  
Canonsburg, PA, USA  
(Rotary Club of McMurray)

**Piotr Wygnańczuk**  
Gdynia, Poland  
(Rotary Club of Gdynia)

## CONTENTS

152. Minutes of the April 2020 Board Meeting.....	1
153. Ratification of Decision Made by the President .....	1
154. Ratification of Decisions Made by the General Secretary .....	1
155. Decisions by Communication.....	1
156. General Secretary’s Report.....	2
157. Treasurer’s Report .....	2
<b>Rotary Foundation Trustees Meetings (158-160)</b>	
158. Communications from the Trustees .....	2
159. New Environment Area of Focus .....	3
160. Rotary India Humanity Foundation .....	3
161. Petition to the Board .....	3
162. Constitution and Bylaws Committee Report .....	3
163. Designation of Conveners and Sites for 2020–21 Director Nominating Committees .....	4
164. Election Periods .....	4
165. Joint Committee on Partnerships Report .....	4
<b>Shaping Rotary’s Future Committee Report (166-167)</b>	
166. Committee Report.....	4
167. Nominating Committee for RI President Procedures .....	5
168. Strategic Planning Committee Report .....	5
169. Streamlining the Duties of a Director .....	5
170. Operations Review Committee Report .....	5
<b>Election Review Committee Report (171–172)</b>	
171. District 3282 Election Complaint .....	6
172. Zone 7 Director Election.....	6
173. Board Policy on Consideration of Election Review Committee Report.....	6
174. Pandemic Response Task Force Report.....	7
175. Strengthening Diversity, Equity, and Inclusion Efforts.....	7
176. Rotary Recommended Programs .....	8
177. 2026 RI Convention Bid Analysis.....	8
178. Honolulu Bid for Future Rotary International Convention.....	8
179. 2021 International Assembly Contingency Plans .....	9
180. 2020–21 Youth Exchange Program Risk Assessment .....	9
181. Reimbursements due to COVID-19-Related GETS Cancellations.....	11
182. RI-USAID Steering Committee Report.....	11
183. PolioPlus Communications Funding Request.....	11
184. Vocational Assistance Program Pilot .....	11
185. Rotary Clubs and Districts Fundraising with Alcohol.....	12
186. Russian Pilot District Status Update.....	12
187. Training in 2020–21 .....	12
188. District 1420 (Estonia and Finland) Dispute with Eesti Rotary Klubid .....	13
189. District Governor Selection Pilots .....	13
190. Membership Committee Report .....	13
191. Districting Committee Report.....	13
192. Communications Committee Report .....	14
193. Rose Parade RI Float .....	14
194. Administrative Services Agreement.....	14
<b>Finance Committee Report (195–197)</b>	
195. Operating Budget.....	14
196. Five-Year Forecast.....	15
197. 2020–21 Rotary Foundation Unrestricted Programs Budget.....	15

198. Investment Committee Report.....	15
199. Audit Committee Report.....	15
200. Rotary Club Invoices in Local Currency .....	16
201. Support of COVID-19 Grants.....	16

## **Appendices**

<b>A.</b> Ratification of Decision Made by the President (Decision 153) .....	17
<b>B.</b> Ratification of Decisions Made by the General Secretary (Decision 154).....	18
<b>C.</b> Proposed Legislation for the 2022 Council On Legislation (Decision 162).....	24
<b>D.</b> Amendments to Rotary Code of Policies regarding Procedures for the Functioning of the Nominating Committee for President (Decision 167).....	25
<b>E.</b> Amendments to the Rotary Code of Policies regarding Event-Specific Uses of the Rotary Marks (Decision 185) .....	29
<b>F.</b> Amendments to the Rotary Code of Policies regarding the Duties and Responsibilities of the District Membership Committee (Decision 190) .....	30
<b>G.*</b> Administrative Services Agreement (Decision 194)	
<b>H.</b> Proposed Legislation for the 2022 Council on Legislation (Decision 199).....	32

*\*Filed only with the official copy of these minutes.*

# MINUTES

of the

## JUNE 2020 MEETING

### Rotary International Board of Directors

The Rotary International Board of Directors met on  
23–26 June 2020 via video conference

Present were: President Mark Daniel Maloney, President-elect Holger Knaack, Vice President Olayinka Babalola, Treasurer David Stovall, Executive Committee Chairman Francesco Arezzo, other directors, Tony Black, Jeffry Cadorette, Mário César de Camargo, Lawrence A. Dimmitt, Rafael M. Garcia III, Jan Lucas Ket, Kyun Kim, Floyd A. Lancia, Akira Miki, Bharat S. Pandya, Kamal Sanghvi, Naish Shah, Johrita Solari, Stephanie A. Urchick, Piotr Wygnańczuk, and General Secretary John Hewko. Per Høyen attended as Trustee liaison. Also present was Leanne Jaggs representing the Young Past District Governors Committee. Past Director Karen Wentz presented the Operations Review Committee report.

Andrew McDonald served as secretary of the meeting with assistance from Matt Hohmann. Other staff present were David Alexander, Jim Barnes, Victor Barnes, Rick Barrett, Michele Berg, Julie Burke, Audrey Carl, Erica Gwynn, Faiz Hanif, Eric Jones, Brian King, Laurie McCarthy, Sarah Remijan, Steve Routburg, Eric Schmelling, Dave Stumpf, Tom Thorfinnson, Shannon Watson, Doris Xie, and Nora Zei. Nobuko Andrews, Dora Calkins, Alain Drouot, and Eiko Terao served as staff interpreters.

At the president's invitation, also attending were President-nominee Shekhar Mehta and Directors-elect Virpi Honkala, Susan Howe, Aikaterini Kotsali-Papadimitriou, Peter Kyle, Roger Lhors, Shi-Tien Liu, Katsuhiko Tatsuno, and Valarie Wafer.

Under the guidance of the president, the general secretary had prepared an advance memorandum for this meeting containing items for consideration with background information and analysis. Those items, along with others initiated during this meeting, constituted the agenda of the meeting as reflected in the remainder of these minutes.

\* \* \* \* \*

#### 152. Minutes of the April 2020 Board Meeting

*Statement:* The general secretary distributed the April 2020 Board meeting minutes to each director in advance of the meeting.

*DECISION:* The Board approves the April 2020 Board meeting minutes as distributed.

#### 153. Ratification of Decision Made by the President

*Statement:* As authorized, President Maloney took several decisions on behalf of the Board from 19 March through 22 May 2020.

*DECISION:* The Board ratifies the decision shown in Appendix A made on behalf of the Board by President Maloney from 19 March through 22 May 2020.

#### 154. Ratification of Decisions Made by the General Secretary

*Statement:* As authorized, the general secretary took several decisions on behalf of the Board from 17 March through 22 May 2020.

*DECISION:* The Board ratifies the decisions shown in Appendix B made by the general secretary on behalf of the Board from 17 March through 22 May 2020.

#### 155. Decision by Communication

*Statement:* Under Illinois state law, a board of directors may act by ballot without a meeting if such action, provided in writing, is approved by all directors. Since its last meeting, the Board took one decision by communication and the Executive Committee, acting on the Board's behalf, took one decision by communication.

**DECISION:** The Board notes that it took one decision by communication and the Executive Committee, acting on the Board's behalf, took one decision by communication, since its January 2020 meeting:

**Ballot 5:** The Board approved the general secretary's report for submission to the 2020 RI (virtual) Convention.

**Ballot 6:** The Board, the Executive Committee acting on its behalf, received the recommendation of the RI and TRF Finance Committees and agreed that in lieu of and in replacement of any annual wage or salary increase for any employee of RI and/or TRF for fiscal year 2020–21, US\$2 million shall be allocated from the fiscal year 2019–20 RI surplus to be used for employee lump sum wages and be paid prior to June 30, 2020 in accordance with the usual and normal employee evaluation process, all in accordance with applicable FICA and IRS regulations and deductions.

## 156. General Secretary's Report

*Statement:* The general secretary reported on the work at the Secretariat since the Board's April 2020 meeting and progress on Secretariat initiatives during 2019–20.

**DECISION:** The Board receives the general secretary's report on the activities at the Secretariat since the April 2020 Board meeting.

## 157. Treasurer's Report

*Statement:* Rotary Code of Policies section 29.040.6. requires the treasurer to report on the status of Rotary's finances at each Board meeting.

**DECISION:** The Board thanks Treasurer Stovall for his report on the status of Rotary's finances.

### DECISIONS 158–160 Rotary Foundation Trustees Meetings Virtual meetings 28 April, 12 May 2020

## 158. Communications from the Trustees

*Statement:* At their April and May 2020 meetings, the Rotary Foundation Trustees took several decisions of interest to the Board. The Trustees had also suggested that the Board amend its policy regarding the election of Foundation trustees to provide for input from the trustee chair-elect and further to consider discontinuing the Joint Committee on Partnerships.

**DECISION:** The Board

1. notes the following decisions from the 28 April and 12 May 2020 Rotary Foundation Trustees meetings:

91. Communications from the Board
93. Annual Report on Associate Foundations
94. Report on International Offices
95. Approval of Rotary Foundation Australia (PBI) Ltd.
98. CSR in India Pilot Update
107. World Fund Use Restrictions
108. 2020–21 Rotary Foundation Budget: Contributions, Other Income, Net Investment Return, and Program Awards
110. Rotary Foundation Allocation
111. Investment Committee Report
112. Audit Committee Report

2. notes the following decisions from 15–18 June 2020 Rotary Foundation Trustees meeting:

116. Nomination of Trustees
117. Joint Committee on Partnership report
118. Shaping Rotary's Future Committee Report
119. Resource Partnership with Eleanor Crook Foundation
120. Strategic Planning Committee Report
121. Possible Associate Foundation in Korea
123. Sunsetting Working Group Report
124. Communications from the Board
126. Rotary India Humanity Foundation
127. Applications for COVID-19-Specific Disaster Response Grants.
128. Elevate Rotaract Task Force Requests
129. Environmental Issues Task Force
131. Low-cost Shelters in Simple Schools Pilot
134. Rotary Recommended Programs
136. IPPC Report: PolioPlus Funding Request
147. Rotaract Eligibility for Citation for Meritorious Service and Distinguished Service Award
151. Finance Committee Report: 2020–21 Operation Expenses Budget
152. Investment Committee Report
153. Audit Committee Report
148. Distinguished Service Award Eligible Recipients

3. to reflect paragraph 8 of the Joint Operating Agreement between the Foundation and Rotary International, amends Rotary Code of Policies section 26.110.4. as follows:

**26.110.4. Election of Rotary Foundation Trustees by the RI Board**

The president-elect shall submit to the RI Board for election, no later than at its second meeting each year, the names of the individuals he or she nominates as Rotary Foundation Trustees. Prior to nominating candidates for election by the Board, the president-elect shall consult with the Foundation chair-elect. Presidents-elect are requested to nominate no fewer than twice the number of candidates for election as Foundation trustee as there will be open positions in the following year, not including the position to be held by an RI past president.

4. agrees that the president-elect shall not nominate, and the board shall not elect, any Rotarian as trustee who has previously been sanctioned or otherwise found by the Board or Trustees to have acted contrary to RI or TRF policies;
5. agrees to discontinue the Joint Committee on Partnerships, after the 2020–21 Rotary year.

**159. New Environment Area of Focus**

*Statement:* In decision 54, October 2019, the Board, recognizing that “the environment” ranked in survey results among the top five issues Rotarians, Rotaractors, alumni, and potential members identified as most important for their “ideal membership organization” to address, requested the Trustees to add the environment as a new area of focus. The Trustees agreed to this request and sent their unanimous approval to the Board for ratification.

**DECISION:** The Board thanks the Trustees for accepting the Board’s request and unanimously deciding to add the Environment as a seventh area of focus, effective 1 July 2021 and agrees with such decision.

*Note:* The Board wished to record its unanimous vote on this item.

**160. Rotary India Humanity Foundation**

*Statement:* At their June 2020 meeting, the Trustees discussed a matter of concern regarding Rotary India Humanity Foundation and requested the Board to take immediate steps to address the situation.

**DECISION:** The Board notes the Trustees’ concern with the Rotary India Humanity Foundation and

- a. requests the general secretary to obtain a written response to the points raised by the Trustees in their decision 126, June 2020 by no later than 15 July 2020;
- b. requests the 2020-21 president and the general secretary to work with the trustees and officers of the Rotary India Humanity Foundation to ensure that it is operating in full compliance with all RI and TRF policies by no later than 15 August 2020;
- c. requests Rotary India Humanity Foundation to desist immediately from functioning in this manner until points a. and b. above are completed to the satisfaction of the Board and Trustees, except for any event previously scheduled to occur prior to 1 July 2020 for which 25 percent or more of the proceeds raised are contributed to The Rotary Foundation and/or Rotary Foundation India;
- d. requests the general secretary to provide a full report regarding the status of the Rotary India Humanity Foundation to all directors and trustees as soon as possible after 15 August 2020.

*Note:* Directors Pandya and Sanghvi and President-nominee Mehta were not present for the discussion and vote on this item.

\* \* \* \* \*

**161. Petition to the Board**

*Statement:* The general secretary received one petition from the Rotary Club of Heredia, Costa Rica, requesting the Board to add “solidarity” as the sixth value of Rotary International.

**DECISION:** The Board requests the general secretary to follow-through on the petition received at this meeting in accordance with discussion at this meeting.

**162. Constitution and Bylaws Committee Report**

*Statement:* The Constitution and Bylaws Committee recommended that the Board send an urgent enactment to the 2020 Council on Resolutions that would amend who is a member of the Council to include members of the RI Board. The committee suggest similar legislation be drafted for the 2022 Council on Legislation if the resolution is not adopted by the 2020 Council on Resolutions.

**DECISION:** The Board

1. agrees that urgent enactment file 005: “To Amend Who is a Member of the Council” is not defective at this time;
2. agrees to submit to the 2022 Council on Legislation legislation that would provide for all members of the RI Board to be non-voting members of the councils, as shown in Appendix C.

**163. Designation of Conveners and Sites for 2020–21 Director Nominating Committees**

*Statement:* During 2019–20, Zones 1B, 3, 14, 18, 22, 29, 32, and 34 selected nominating committees that will meet in September and October 2020. RI Bylaws section 11.020.14. requires the Board to designate a convener from the members of the nominating committee in the year preceding the year in which a director and alternate are to be nominated. The Board also discussed providing virtual meeting platforms and technical support to conveners to help ensure a successful virtual meeting.

**DECISION:** The Board

1. designates the following conveners for the nominating committees for RI director to meet in 2020–21:

<b>Zone 1B:</b> M. Iqbal Qureshi	<b>Zone 22:</b> Gabriel Toby
<b>Zone 3:</b> Tadashi Nobuhara	<b>Zone 29:</b> Vickie Randal
<b>Zone 14:</b> Paolo Biondi	<b>Zone 32:</b> Ronald W. Smith
<b>Zone 18:</b> Bjørn Aas	<b>Zone 34:</b> Arthur MacQueen

2. authorizes the 2020–21 president, in consultation with the immediate past director from that zone, to fill any convener vacancy;
3. notes that in accordance with Board decision 117, April 2020, all nominating committees must be conducted virtually and requests committees to follow the “Guidelines for the Functioning of the Nominating Committee for Director” (Rotary Code of Policies section 28.010.5.) as closely as possible in conducting these virtual meetings;
4. agrees that RI will provide the virtual meeting platform and secret ballot technology and will make staff available at the time of the meeting to participate or assist with tech support as requested by the convener.

**164. Election Periods**

*Statement:* Vice President Babalola noted that due to the use of electronic voting methods at the Secretariat, the time schedules for various Rotary leadership elections, which had been previously set to accommodate for paper ballot mailings, could be shortened.

**DECISION:** The Board requests the Constitution and Bylaws Committee, in consultation with the general secretary, to review the election periods for director and president and other offices mentioned in the bylaws, and propose legislation, for consideration by the Board at its October 2020 meeting, that would shorten these periods where possible.

**165. Joint Committee on Partnerships Report**

*Statement:* The Joint Committee on Partnership met virtually on 18 March and discussed the status of various sponsorships, the proposed new “recommended program” designation, and the status of current partnerships with USAID and the Eleanor Crook Foundation.

**DECISION:** The Board thanks the Joint Committee on Partnerships for its report.

DECISION 166–167

**Shaping Rotary’s Future Committee Report**  
Virtual Meeting, 24–25 February 2020

**166. Shaping Rotary’s Future Committee Report**

*Statement:* The Shaping Rotary’s Future Committee discussed results of focus groups at the International Assembly, the status of organizing Rotary regions based on geography and existing regional leader teams, and further refinements to the proposed new structural model for Rotary. The committee suggested pilot projects be established to better test the proposed structural model.

**DECISION:** The Board

1. thanks the Shaping Rotary’s Future Committee for its report;
2. requests the Shaping Rotary’s Future Committee to work with the general secretary to further develop the proposed structural model and to create a feasibility study, including a plan to pilot the model, for consideration by the Board at a November 2020 virtual meeting;



3. requests the Constitution and Bylaws Committee to draft legislation for possible submission to the 2022 Council on Legislation to allow the RI Board to establish pilot projects that permit the reorganization of up to 100 districts for up to six years and upon conclusion of the pilot those districts would revert to the standard organizational structure that is in effect at that time;
4. approves a 2020–21 budget variance of US\$75,000 to retain an outside consultant to assist in the proper analysis and development of the feasibility study and piloting plan for the model.

### **167. Nominating Committee for RI President Procedures**

*Statement:* The Shaping Rotary’s Future Committee considered several proposals regarding the functioning of the Nominating Committee for RI President, including to provide stronger safeguards against campaigning and electioneering of presidential candidates, to clarify procedures for narrowing the candidate pool, to refine the candidate interview process, and to provide for the committee to meet virtually, among other policy changes.

**DECISION:** The Board

1. amends the Rotary Code of Policies section 27.010.2. regarding the procedures for the functioning of the Nominating Committee for President, as shown in Appendix D;
2. requests the general secretary to retain an outside expert to review the current procedures used by the nominating committee and provide guidance on best practices in selecting and interviewing presidential candidates, for report to the Executive Committee at its January 2021 meeting;
3. requests the general secretary to reallocate funds in the 2020–21 budget for the Nominating Committee for RI President to retain the outside expert referenced in point 2 above.

\* \* \* \* \*

### **168. Strategic Planning Committee Report**

*Statement:* The Strategic Planning Committee met virtually on 7–8 April 2020 to discuss a possible new structure for Rotary committees, a Rotary programs evaluation methodology, 2020–21 strategic initiatives, strategic plan communication efforts, and preliminary

results of the 2020 Triennial Strategic Plan Survey, among other topics.

**DECISION:** The Board thanks the Strategic Planning Committee for its report.

### **169. Streamlining the Duties of a Director**

*Statement:* In decision 141, April 2019, the Board requested the Operations Review Committee to consider recommendations for streamlining the duties and responsibilities of RI directors. In decision 129, April 2020, the Board requested the general secretary to draft a proposed amendment to the Rotary Code of Policies that would permit directors and directors-elect to opt out of serving as institute conveners. The general secretary proposed an amendment to the definition of a Rotary institute convener to include a past district governor with the required skill set for organizing such meetings.

**DECISION:** The Board amends the Rotary Code of Policies regarding Rotary Institutes to permit directors and directors-elect to opt out of serving as institute conveners as follows:

#### **60.050. Rotary Institutes**

[text omitted]

#### **A. Definition**

Convener: A current, incoming, or past RI director, or a past governor who has the required skill sets of organizing such meetings, appointed by the president nominee, preferably for no more than two consecutive years, to have charge of an institute.

### **170. Operations Review Committee Report**

*Statement:* In decision 40, October 2019, the Board requested the Operations Review Committee, in consultation with the general secretary, to develop a process for selecting three non-voting advisers to the Board. The Operations Review Committee met virtually on 29 May 2020 and discussed this process, including identifying advisers from specific groups based on the Board’s governance needs, a preferred term length for the group and its adviser, the rights and privileges of the advisers, and Board expectations. The committee recommended the Board establish a pilot program with the selected advisers once identified. The Board also discussed the benefits of obtaining a young professional’s perspective on Board issues.

**DECISION:** The Board

1. consistent with its decision 40, October 2019, agrees to establish a three-year pilot program inviting up to three advisers to the Board serving at any one time beginning July 1, 2020;
2. agrees to incorporate the principles on advisers into the pilot program, as outlined in the Operations Review Committee's report;
3. requests the general secretary to propose amendments to the terms of reference of the Executive Committee (Rotary Code of Policies, section 31.060.) to include the identification of possible adviser groups;
4. requests the Operations Review Committee to retain the services of a consultant in nonprofit governance during the 2020–21 year to assist the committee in defining governance objectives for the program, establishing a framework for selecting adviser groups, developing a job description for advisers and evaluating the impact of advisers on governance, for report to the Board at its April 2021 meeting and approves including for this purpose US\$10,000 in the 2020–21 budget;
5. defers the question of adding additional directors to the Board until the conclusion of the adviser pilot program;
6. Interim Provision for 2020–21: Requests the 2020–21 president to select a representative of the Young Past Governors Committee and a Rotaract representative to attend Board meetings in 2020–21.

DECISION 171–172

**Election Review Committee Report**

**171. District 3282 Election Complaint**

*Statement:* The Election Review Committee reviewed an election complaint regarding the district governor election in Zone 3282 (Bangladesh).

**DECISION:** The Board

1. receives the complaint of the Rotary Club of Chittagong East concerning the election of the 2022–23 governor of District 3282 (Bangladesh) and
  - a. notes the finding of the Election Review Committee that the responses to the complaint

submitted by the governor and chair of the balloting committee indicate that RI's election procedures were followed in this election;

- b. notes that the Election Review Committee has reviewed the three ballots at issue in this complaint and agreed that the balloting committee was correct in invalidating them;
- c. dismisses the complaint of the Rotary Club of Chittagong East and confirms the selection of Rotarian Ruhela Khan Chowdhury as the 2022–23 governor of District 328W2.

2. thanks the Election Review Committee for its service to the Board.

**172. Election Review Committee Report: Zone 7 Director Election**

*Statement:* The Secretariat received two challenge notices to the Zone 7 Director Nominating Committee's selection for the 2021–23 director. As a result, per the RI Bylaws, the general secretary arranged an electronic vote among clubs in the Zone, which ended on 1 March. The Election Review Committee reviewed a complaint regarding this election.

**DECISION:** The Board receives the complaint of the Rotary Club of Vijaywada Midtown concerning the selection of the Zone 7 director for 2021–23 and based on the recommendation of the Election Review Committee, which found that there was campaigning by and on behalf of candidates Ravi Vadlamani and Sam Movva, upholds the complaint, and by a two-thirds vote voids the results of the mail ballot, and requests the general secretary to conduct a new mail ballot in accordance with RI Bylaws section 11.030. among all of the candidates whose names were originally considered by the Zone 7 Nominating Committee for RI Director who wish to be considered, other than Ravi Vadlamani and Sam Movva.

*Note:* In accordance with Board policy, Director Pandya was not present for the vote on this item.

\* \* \* \* \*

**173. Board Policy on Consideration of Election Review Committee Report**

*Statement:* President Maloney noted that with the Board's use of anonymous electronic voting on its

decision items, the Board's policy on prohibiting a director from being present during any vote on an election complaint that originates from the zones he or she represents is no longer needed.

**DECISION:** The Board amends Rotary Code of Policies section 26.070.8. by striking the second paragraph, which prohibits a director from being present during any vote on an election complaint that originates from the zones he or she represents.

#### **174. Pandemic Response Task Force Report**

*Statement:* In decision 118, April 2020, the Board created the Pandemic Response Task Force to study how Rotary could best use virtual meeting technologies during the COVID-19 pandemic. The task force studied short-, mid-, and long-term goals for addressing this issue, including developing a possible virtual club meeting resource kit, identifying technology volunteers, general technology support for clubs, virtual fundraising resource kits, establishing an online speakers bureau, and a possible hybrid club meeting format, among other topics. The committee also discussed how governors could continue to be effective by using the Rotary Learning Center and by conducting virtual club visits.

**DECISION:** The Board

1. encourages district governors to
  - a. access district reports on Rotary's Learning Center;
  - b. conduct a portion of their club visits virtually;
2. requests the general secretary to
  - a. conduct an evaluation of at least 50 districts on their experience with virtual club visits;
  - b. create a separate landing page on My Rotary with links to all available resources on how to run engaging virtual meetings, including tools, training, and guides for members;
  - c. provide tools and resources that will enable club members who choose not to attend in-person meetings to continue to participate virtually when in-person meetings resume (hybrid club solution);

- d. develop a plan for a speakers bureau available to clubs and districts for use at their virtual meetings;
  - e. investigate opportunities to incorporate messaging on virtual connectivity into existing resources and recognition;
3. encourages all current, incoming, and past RI presidents, directors, and trustees to communicate their support for online meetings;
4. requests the Communications Committee to work with the general secretary to build a communications plan around the positive aspects of virtual connectivity as well as success stories and best practices.

#### **175. Strengthening Diversity, Equity, and Inclusion Efforts**

*Statement:* President Maloney and President-elect Knaack suggested that the Board dedicate a separate meeting to discuss how Rotary can strengthen its diversity, equity, and inclusion efforts.

**DECISION:** The Board

1. in support of its decision 81, January 2019 establishing a new diversity, equity, and inclusion policy statement:
  - a. reaffirms its commitment to that policy but recognizes there is considerable work to be done to ensure such intent translates into meaningful action that creates measurable, lasting change throughout Rotary;
  - b. agrees to schedule a special July online Board meeting to discuss Rotary's current diversity, equity, and inclusion policy and to establish an ongoing action plan to implement this policy, to include identifying support and training for the Board and Trustees, and for clubs to assist their efforts in improving diversity, equity, and inclusion among their membership and in participant experiences, and to address social injustice within their communities;
  - c. requests the general secretary to work with Director Urchick to develop an agenda for this meeting.

## 176. Rotary Recommended Programs

*Statement:* In decision 46, October 2019, the Board deferred consideration of establishing a new program designation acknowledging successful, data-driven, community-based projects that have proven successful across multiple regions and/or populations, until the general secretary could conduct research to determine how scaling global grants would intersect with such recommended programs. The Joint Committee on Partnerships proposed criteria for a Rotary recommended program designation.

**DECISION:** The Board

1. to acknowledge successful, data-driven, community-based projects that have proven successful across multiple regions and/or populations, establishes the new program designation: “Rotary Recommended Programs” with the following criteria:
  - a. Program should be of sufficient scale (geographic or population) to affect substantive positive change and impact on the targeted community and or remediated issue.
  - b. Program must align with Rotary International’s Strategic Plan.
  - c. Program must have reached proof of concept during previous years of operation and now be positioned to implement proven intervention based on data and impact.
  - d. Program must enhance Rotary’s impact in alignment with one or more of Rotary’s six areas of focus.
  - e. Program should contribute to the ability of Rotary to expand its programmatic reach with the capacity to adapt at national and regional levels preferably across cultural and geographic boundaries.
  - f. Program must be structured with strong and proven policies and procedures, including program management, monitoring and evaluation, on-going reporting capacity and preferably training protocols enhancing replication capacity. The functions and contributions of Rotarians should be clearly defined as well as the functions and contributions of other partners whether implementing or financial.
  - g. Program funding sources would be external to the World Fund and represent additional resources for Rotary’s international service. Ideally resources would emanate from the private sector, NGO sector and/or government sector.

- h. Program should enhance partnership development opportunities both at an in-country level and an international level.
- i. Program should be adaptive and innovative to accommodate regional and national implementation environments.
- j. Program is required to meet Rotary Marks and branding requirements.
- k. Program must have strong in-country government endorsement.
- l. Program would benefit from strong working relationships with affiliated Rotary organizations such as Rotary Actions Groups as well as ties to other Rotary service resources.

2. notes that while this designation is determined by the general secretary and indicates Rotary’s recognition, it does not imply any financial support from Rotary.

## 177. 2026 RI Convention Bid Analysis

*Statement:* In decision 63, October 2019, the Board requested general secretary to solicit proposals to host the 2026 Rotary International Convention from seven cities and to report at this meeting on the results of the bid analysis and to recommend two to three of these cities to be inspected. At its April 2018 meeting the Board had agreed that 2026 would be the first year to accept bids from cities that require exceptions to Rotary’s “critical criteria” for hosting a convention.

**DECISION:** The Board

1. requests the general secretary to inspect Krakow, Poland, and Manila, Philippines, as possible host cities for the 2026 RI Convention, for report to the Board at its February 2021 meeting with a final recommendation (if travel restrictions resulting from the current pandemic prevent timely site visits, such report shall be made at the April or June 2021 meeting, as determined by the 2020–21 president);
2. requests the general secretary to contact the Rotarians and tourism offices in Durban, South Africa; Rimini, Italy; Sharm El Sheikh, Egypt; and Trondheim, Norway, to thank them for their proposals and efforts and inform them of the Board’s decision regarding future RI conventions.

## 178. Honolulu Bid for Future Rotary International Convention

*Statement:* President Maloney suggested that since Honolulu, Hawaii had successfully completed a bid to

host the 2020 Rotary International convention, which was canceled due to the global COVID-19 pandemic, the city should not be required to bid against other cities to host the RI convention in either 2027, 2028, or 2029.

**DECISION:** The Board

1. approves the necessary exceptions to its RI convention site selection policy to allow for Honolulu, Hawaii, USA, to bid to host a convention in either 2027, 2028, or 2029 without competing with other cities and requests the general secretary to send a special invitation to Honolulu to submit such bid by 1 December 2020;
2. delays the start of the selection process for RI conventions in 2027, 2028, and 2029 until such time as the Board can review the general secretary's recommendation on the special bid from Honolulu.

**179. 2021 International Assembly Contingency Plans**

*Statement:* In decision 117, April 2020, the Board requested the general secretary to develop contingency plans for training those district governors-elect who are unable to attend an in-person 2021 International Assembly and for conducting the 2021 International Assembly virtually in the event that more than 40 percent of the governors-elect cannot attend the Assembly in-person. The general secretary provided options for the Board's consideration, including holding an all-virtual assembly, moving the assembly to a different site, shortening the assembly to two days before the Taipei convention, and consideration of current venue cancellation fees.

**DECISION:** The Board

1. receives the general secretary's interim report on 2021 International Assembly contingency plans;
2. requests the general secretary to further investigate holding a virtual International Assembly, for report at the October 2020 Board meeting;
3. agrees that a decision on whether the International Assembly will be held in-person or virtually will be taken at the October 2020 Board meeting.

**180. 2020–21 Youth Exchange Program Risk Assessment**

*Statement:* In decision 117, April 2020, the Board requested the general secretary to prepare a risk assessment for conducting the Rotary Youth Exchange Program during the 2020–21 Rotary year. Due to the urgency of this matter, the Board met at a special session on 8 June to discuss this risk assessment and noted such factors as the unpredictability of the pandemic, limitations of international travel, local travel restrictions, medical and travel insurance concerns, school closures or postponements, concerns of adequate emergency risk management plans among districts, and limitations to in-person gatherings. The general secretary provided options assuming a conservative risk approach and a moderate risk approach.

**DECISION:** The Board, in response to the global COVID-19 pandemic, agrees that the health and safety of all participants in Rotary programs is of paramount importance and with this in mind adopts the following guidance specific to Rotary Youth Exchange, subject to review by the Board on an on-going basis:

1. All districts are strongly encouraged to arrange for the return of students currently on exchange in countries that are or may become impacted by COVID-19 as soon as it is determined to be possible and safe to do so after consulting travel advisories and guidelines issued by their embassies or consular offices, international public health agencies like the World Health Organization, and local health authorities for the latest and most relevant information.
2. Districts are strongly encouraged to voluntarily suspend long-term Rotary Youth Exchange in the 2020–21 Rotary year, especially where the district cannot reasonably assess the risks related to COVID-19 and/or does not already have an emergency risk management plan in place.
3. Districts may conduct long-term Rotary Youth Exchange in the 2020–21 Rotary year beginning 1 January 2021 provided that they confirm they understand and agree to administer Rotary's Youth Exchange program in accordance with 2020–21 certification requirements and before administering exchanges follow additional safety measures, including:

- Districts must be certified for the 2020–21 Rotary year.
  - Travel must be permitted between countries, and the administration of the exchange must not conflict with the host and/or sending district's government's or government health authority's recommendations for travel or student exchange activity.
  - All parties (sending and host districts and parents/legal guardians) must agree in writing to a procedures detailing how decisions for terminating an exchange and repatriating a student will be made and carried out in the event the virus resurges and poses risk to student safety or volunteers at any point during the exchange.
  - All parties (sending and host districts and parents/legal guardians) must agree in writing to a plan outlining who shall assume financial responsibility for covering costs or reimbursements associated with cancelling an exchange early, including but not limited to flight/travel rebooking fees, emergency repatriation, tour cancellations, program fees, etc.
  - Districts must have a crisis management plan in place that includes specific provisions related to health emergencies and disease outbreaks, and incorporates the following:
    - The crisis management plan must be reviewed and/or developed in consultation with a local health authority.
    - Each district must have procedures to monitor health and safety developments related to COVID-19, such as travel restrictions and quarantine measures impacting both inbound and outbound students.
    - A comprehensive communications plan to:
      - 1) ensure consistent communication between volunteers, students and parents, host families, and RI about important developments related to COVID-19;
      - 2) allows program leaders to quickly locate and communicate with all parties in the event of an emergency;
    - A procedure for repatriating students or ensuring their safety in the event quarantine measures or travel restrictions are implemented during an exchange.
  - The district must be able to ensure students can remain in the country legally under valid visas and without disruption to student travel insurance coverage should new travel restrictions prohibit students from returning home as expected.
  - Districts must be able to provide proper medical care in the event a student contracts the virus or falls ill.
  - Districts must have a temporary backup host family willing to host each inbound student, regardless of the student's given health status or local stay-at-home orders, should an immediate move be necessary.
  - For long-term exchanges, students must be enrolled in a school that is in session and operating normally upon arrival in the host district.
  - For long-term exchanges, districts must report the following information to Rotary International prior to any student travel, and any updates to the following information are communicated to RI within 48 hours:
    - participant full name, age, sex, and contact information (email and/or telephone number);
    - participant's parent/guardian full name and contact information (email and telephone number);
    - participant's parent/guardian signed consent form, including acknowledgement that personally identifying information will be reported to Rotary International in accordance with Rotary's data privacy policies and other data privacy regulations, such as the General Data Privacy Regulations (GDPR);
    - sending district and hosting district numbers;
    - host family full name and contact information (email and/or telephone number and physical address);
    - start date and end date;
4. Districts may conduct short-term Rotary Youth Exchange in the 2020–21 Rotary year beginning 1 October 2020 provided that above safety measures are followed.
  5. Consistent with Rotary's youth protection policies for unauthorized exchange activity, any district found to be participating in any exchange activity contrary to this guidance during the 2020–21 Rotary year that puts students at risk shall have their certification to participate in Rotary Youth Exchange suspended for two consecutive years.
  6. The general secretary shall develop a mechanism to collect and store program participant data and contact information as deemed necessary to support the

administration of Rotary Youth Exchange consistent with Rotary's data privacy policies and other data privacy regulations, such as the General Data Privacy Regulations (GDPR), to be implemented by 1 January 2021.

7. Districts are strongly encouraged to keep those youth who would have otherwise participated in Rotary Youth Exchange engaged alternatively through virtual (online only) exchanges or other Rotary programs such as Interact, Rotary Youth Leadership Awards (RYLA), or plan for a Rotary Youth Exchange or New Generations Service Exchange during the 2021–22 Rotary year and beyond.

### **181. Reimbursements due to COVID-19-Related GETS Cancellations**

*Statement:* The Board discussed reimbursing Rotary Institute conveners for Governor-elect and Governor-nominee training seminar cancellations due to COVID-19.

**DECISION:** The Board

1. reaffirms its decision 117, April 2020, that 2020 Rotary Institute conveners are strongly encouraged to conduct their Rotary Institutes and governor-elect and governor-nominee trainings virtually;
2. agrees that Rotary will reimburse to conveners the proportionate share of any cancellation fees attributable to 2020 GETS/GNTS if the cancellation of an in-person GETS/GNTS or joint GETS/GNTS/Institute occurs at least 60 days before the start of the GETS/GNTS;
3. requires conveners to work closely with the general secretary to provide necessary and sufficient documentation to acquire reimbursement, including but not limited to contractual documentation and date of cancellation;
4. by the three-quarters votes of all directors, agrees such reimbursements shall be funded by the RI reserves, and requests the president to report the full details of this expenditure and its circumstances to all RI officers within 60 days as required by RI Bylaws section 18.050.6.

### **182. RI-USAID Steering Committee Report**

*Statement:* As member of the RI-USAID Steering Committee, Director Pandya provided an update on the partnership between Rotary and the United States

Agency for International Development (USAID), including activities in focal countries Ghana and Uganda. As Rotary's largest partnership effort outside of polio eradication, US\$18 million has been committed by RI and USAID through 2020 in support of the partnership's objectives to 1) increase sustainable access to safe drinking water, 2) foster improved behaviors in sanitation and hygiene and 3) advocate environmentally sustainable, locally appropriate, and effectively financed water and sanitation services.

**DECISION:** The Board thanks the RI-USAID Steering Committee for its report.

### **183. PolioPlus Communications Funding Request**

*Statement:* The International PolioPlus Committee reported that due to the current status of polio eradication efforts, and to keep Rotarians and the general public engaged in and informed about the ongoing polio eradication initiative, additional funds were needed to continue executing a comprehensive communications plan encompassing media relations, digital communications, celebrity ambassador, and highly visible special events.

**DECISION:** The Board

1. receives the general secretary's update on PolioPlus Communications;
2. approves the PolioPlus Communications spending plan for 2021–23, totaling US\$2 million, of which 50 percent shall be allocated to The Rotary Foundation;
3. in accordance with RI Bylaws section 18.050.6. and by three-quarters vote of all directors, authorizes the use of US\$1 million from the RI reserves for PolioPlus communications.

### **184. Vocational Assistance Program Pilot**

*Statement:* The Board discussed establishing a possible vocational assistance programs for Rotarians impacted by the COVID-19 pandemic that would help members with business networking, career services, connecting with vocational experts, and financial assistance, among other support services.

**DECISION:** The Board

1. supports the pilot of a program that helps Rotarians in their vocation during the COVID-19 crisis and

beyond and approves a budget of US\$9,000 for this purpose;

2. requests an interim report on the pilot at the October 2020 Board meeting with a final report at the February 2021 Board meeting.

### **185. Rotary Clubs and Districts Fundraising with Alcohol**

*Statement:* In response to Rotarian queries, and in view of expending Rotary's reach, the general secretary conducted research into the feasibility of Rotary clubs and districts doing fundraising events with alcohol products but where that fundraising is not tied to a specific event. The general secretary identified several legal barriers and other risks in allowing this practice and recommended clarifications to existing policy regarding event-specific fundraising sales of limited-edition alcohol products.

**DECISION:** The Board

1. receives the general secretary's report on the feasibility of Rotary clubs and districts fundraising using the sale of alcohol without connection to a specific event;
2. noting the various risks in some jurisdictions related to legal regulations and prohibitions on sales, manufacturing, and distribution of alcohol, reaffirms its current policy not to allow fundraising using the sale of alcohol without connection to a specific event;
3. to accommodate and better guide clubs and districts interested in event-specific fundraising sales of limited-edition alcohol products, amends the Rotary Code of Policies regarding event-specific uses of the Rotary Marks, as shown in Appendix E;
4. noting that while limited exceptions to its policy regarding event-specific uses of the Rotary Marks have been granted previously to accommodate fundraising involving the sale of alcohol, agrees that no future exceptions shall be granted.

### **186. Russian Pilot District Status Update**

*Statement:* Past RI Directors Mikael Ahlberg and Dean Rohrs have been providing oversight to pilot District 2223 (Russian Federation) since the Board merged the non-districted clubs in Siberia and Far Eastern Russia with the district in April 2018. The pilot co-chairs reported that while there are many positive things

happening in the district (including membership growth, fundraising, and club visioning plans) they have concerns regarding the district's finances and with regional magazine subscription rates.

**DECISION:** The Board

1. thanks Russian Pilot District Co-Chairs Mikael Ahlberg and Dean Rohrs for their time and efforts in working with the leadership in District 2223;
2. noting with concern that almost one quarter of the district dues are used to pay for an administrative position, strongly encourages the district's board to seek input from other districts to learn of low- to no-cost alternatives for handling such administrative responsibilities;
3. requests the district leadership to better promote the regional magazine and to significantly increase district subscribers in the 2020–21 Rotary year.

### **187. Training in 2020–21**

*Statement:* Following the Board's decision 117, April 2020 regarding attendance at in-person meetings or events in response to the COVID-19 pandemic, the general secretary received many questions as to whether training for club and district officers was no longer mandatory. The general secretary suggested that the Board clarify its policy to mandate training.

**DECISION:** The Board acknowledging its prior decision that "no in-person meeting or event shall be mandatory for any Rotary participant who may feel uncomfortable attending because of the pandemic," and desiring to model appropriate public health behavior

1. nevertheless, reconfirms that governors-elect and club presidents-elect are required to attend training either at their respective in-person or virtual GETS or PETS or at make-up training;
2. also reconfirms that governors-nominee are encouraged to attend their respective Governors-nominee Training Seminars, but, if such training is provided only in-person, which they are uncomfortable attending, encourages them to seek alternative methods for receiving such training;
3. agrees that organizers of GETS, PETS, and other training meetings are responsible for providing make-up trainings virtually for those uncomfortable attending in person.



### 188. District 1420 (Estonia and Finland) Dispute with Eesti Rotary Klubid

*Statement:* At the Board's request, Past RI Directors Mikael Ahlberg and Ekkehart Pandel have been monitoring the dissolution of a legal entity in Estonia called Eesti Rotary Klubid (ERK), which had been established by local Rotarians to provide support to Estonian clubs in District 1420 but without the district's agreement. Past directors Ahlberg and Pandel reported that while relations are improving between the Estonian club leadership and the district, additional monitoring of the situation and involvement in upcoming district meetings would help ensure the matter continues to improve.

**DECISION:** The Board

1. thanks past RI Directors Mikael Ahlberg and Ekkehart Pandel for their work and for their final report regarding the dissolution of Eesti Rotary Klubid;
2. requests future presidents to consider appointing Past Directors Ahlberg and Pandel as presidential representatives to conferences in District 1420.

### 189. District Governor Selection Pilots

*Statement:* In decision 108, January 2020, the Board requested the general secretary to work with Director Garcia to develop a suggested pilot program to address the causes of election disputes in the Philippines and Bangladesh. Director Garcia suggested that to reduce election irregularities, allegations of wrongdoing, and complaints, a new pilot be started for all districts in South Asia and the Philippines focused on membership padding, including requiring districts in the Philippines and Bangladesh to use electronic voting methods as provided in the existing electronic voting pilot.

**DECISION:** The Board

1. adopts a governor selection pilot to reduce membership padding for all districts in Bangladesh, Bhutan, India, Maldives, Nepal, Pakistan, Philippines, and Sri Lanka for a three-year period beginning 1 July 2020 with following provisions:
  - a. clubs chartered or reinstated during the Rotary year in which the selection takes place will be ineligible to participate in any aspect of the selection process;

- b. when a club ballot is necessary, the voting strength of each club will be based on the July invoice of the year prior to the year in which the club ballot takes place;

2. adds all the districts in the Philippines and Bangladesh to the existing Electronic Voting Pilot, effective 1 July 2020, and requests the general secretary to amend Rotary Code of Policies section 2.130.1. accordingly;
3. notes the unacceptable frequency of allegations, disputes, and complaints related to selecting district governors in these regions and expresses its hope that the two pilots will significantly reduce or eliminate these issues.

### 190. Membership Committee Report

*Statement:* In decision 139, April 2020, the Board requested the general secretary to review the roles and responsibilities of all key volunteer positions. The Membership Committee met virtually on 6 May 2020 to review those volunteer positions with direct responsibility for membership growth. The committee suggested that the terms of reference for district membership committees could be streamlined to responsibility for just four primary activities: 1) assist club membership committee chairs in carrying out their responsibilities; 2) manage prospective members through the Manage Membership Leads page on My Rotary; 3) assist in organizing, establishing and supporting new and different types of clubs; and 4) communicate committee progress, challenges and opportunities with the Rotary coordinator and district governor

**DECISION:** The Board amends the RI Code of Policies regarding the duties and responsibilities of the District Membership Committee as shown in Appendix F.

### 191. Districting Committee Report

*Statement:* The Districting Committee met via correspondence to review a proposal for merger of two districts in New Zealand.

**DECISION:** The Board, acknowledging local district consolidation efforts, agrees to merge District 9970 (New Zealand) and District 9980 (New Zealand) into District 9999, effective 1 July 2022.

## 192. Communications Committee Report

*Statement:* The Communications Committee met virtually on 14–15 May 2020 to discuss the Rotary unified brand strategy, People of Action messaging, the visual brand compliance initiative, COVID-19 issues, *The Rotarian* magazine name change to *Rotary*, and regional magazine subscriptions among other issues.

**DECISION:** The Board

1. thanks the Communications Committee for its report;
2. approves Rotary's unified brand-building strategy based on Rotary's strategic priorities, action plan, and key communications strategies aimed toward improving global understanding, enhancing participation, expanding awareness, and broadening our reach;
3. extends the 30 June 2020 deadline for Rotary districts, Rotary Fellowships, and Rotary Action Groups to be compliant with RI visual brand standards to 31 December 2020;
4. renames the official RI magazine from *The Rotarian* to *Rotary*, effective with the January 2021 issue or earlier;
5. requests the general secretary, in coordination with the Communications Committee, to recommend a plan to provide incentives to clubs and members for fulfilling the RI Bylaws requirement regarding a mandatory magazine subscription.

## 193. Rose Parade RI Float

*Statement:* The Rose Parade is an annual parade in conjunction with an American college football game called the Rose Bowl played in Pasadena, California and is broadcast on American network television. For many years, a group of Rotarians has entered a Rotary float in the parade. In recent years, the RI president has been invited to sit on the float while it travels the parade route. To assist the Rotary Rose Parade Float Committee in enhancing Rotary's public image with its float, President Maloney suggested the Board provide financial support to the committee.

**DECISION:** The Board

1. thanks the Rotary Rose Parade Float Committee for its efforts to promote Rotary;

2. approves an annual sponsorship payment of US\$20,000 to the Rotary Rose Parade Float Committee beginning in fiscal year 2021 and continuing in through fiscal year 2023.

DECISIONS 194–196

## Finance Committee Report Virtual Meeting 5–7 May 2020

## 194. Administrative Services Agreement

*Statement:* The Finance Committee discussed necessary changes to the administrative services agreement to reflect the new allocation methodology.

**DECISION:** The Board

1. thanks the RI and TRF Finance Committees for their reports;
2. receives the Finance Committee's update on the allocation of expenses between Rotary International and The Rotary Foundation;
3. approve the signed Administrative Services Agreement dated 9 June 2020, as shown in Appendix G, filed only with the official copy of these minutes.

## 195. Operating Budget

*Statement:* The RI Bylaws require the Board to annually adopt a budget for the succeeding fiscal year, subject to review by the Board at any time. The Finance Committee considered detailed budget estimates based on membership dues, forecasted net investment returns, staffing costs, enterprise project requirements, and other factors.

**DECISION:** The Board

1. accordance with RI Bylaws section 18.050.1. and by three quarters vote of all directors, approves the 2020–21 Rotary International operating budget as follows:

Dues:	US\$82,702,000
Net Investment Return:	2,576,000
Services & Other:	38,205,000
<b>Total Revenue:</b>	<b>123,483,000</b>
Operating Expenses:	86,369,000
Services & Other:	34,113,000
Contribution to TRF:	212,000
<b>Total Expense:</b>	<b>120,694,000</b>

Increase in Net Assets:	3,466,000
Funding from RI Reserve:	913,000
Funding from Convention Reserve:	1,000,000
<b>Surplus Approved Funding</b>	
<b>Over Expenses:</b>	<b>US\$4,702,000</b>

2. recognizes that the proposed budget includes spending to be funded from the RI reserve and the convention reserve approved in prior RI Board decisions, and ratifies the expenditures of \$913,000 from the RI reserve and \$1,000,000 from the convention reserve to provide:
  - i. \$350,000 for End of Polio public relations (168, May 2014; 167, April 2016);
  - ii. \$1,000,000 from the convention reserve for Taipei (54, October 2018);
  - iii. \$563,000 for reimbursement due to COVID-19 GNTS/GETS cancelations from Dec. 181, June 2020;
3. adopts the 2020–21 RI capital expenditures budget of \$15,331,000.

#### 196. Five-Year Forecast

*Statement:* The RI Bylaws require the Board to consider a five-year forecast annually and further require Rotary Institute conveners to present the forecast for discussion at their respective institutes. The Finance Committee presented a five-year forecast through 2025.

**DECISION:** The Board

1. approves the five-year forecast assumptions for 2020–21 through 2024–25;
2. requests the general secretary to update 2019–20 projections as appropriate;
3. in accordance with RI Bylaws section 18.050.6. approves the annual RI reserve target for 2020–21 equal to 55 percent of the highest level of annual expenses during the most recent three-year period, excluding expenses for the Council on Legislation, International Convention, club insurance and approved strategic spending from the reserves;
4. in accordance with RI Bylaws section 18.060.1. agrees that the five-year financial forecast should be presented for discussion at each 2020–21 Rotary institute.

\* \* \* \* \*

#### 197. 2020–21 Rotary Foundation Unrestricted Programs Budget

*Statement:* At their April 2020 meeting, the Foundation Trustees adopted a budget for Foundation programs in 2020–21. The RI Bylaws requires the Board to approve all expenditures from the property of the Foundation, except for necessary administrative expenses and income or principal expenditures of gifts to the Foundation that are prescribed by the gift's or bequest's terms. The Trustees customarily adopt a programs budget for the ensuing year and submit it to the RI Board for approval.

**DECISION:** The Board

1. approves the use of US\$93,265,000 from unrestricted contributions for 2020–21 budget for program award expenditures;
2. agrees that the general secretary, for good cause and with the approval of the chairman of the Trustees, exceed any of the budget items as detailed in the background up to five percent provided that the general secretary submit an explanation to the Trustees at their next meeting.

#### 198. Investment Committee Report

*Statement:* The Investment Committee met virtually on 30 April 2020 to discuss current investment performance.

**DECISION:** The Board thanks the Investment Committee for its report.

#### 199. Audit Committee Report

*Statement:* The Audit Committee met virtually on 12 June 2020 to discuss recently issued audit reports, management action plans related to past audits, the internal 2020–21 audit plan, proposed legislation to the 2022 Council on Legislation, and updates to the Rotary's risk management program, among other topics.

**DECISION:** The Board

1. thanks the Audit Committee for its report,
2. agrees to submit to the 2022 Council on Legislation legislation "To amend the provisions regarding the audit committee and audited financial statements," as shown in Appendix H.

## 200. Rotary Club Invoices in Local Currency

*Statement:* Noting that due to recent financial management changes at the Secretariat, it is now possible to bill club invoices in local currencies, Treasurer Stovall suggested the Board amend its policy to provide for this billing option.

**DECISION:** The Board approves the following changes to the Rotary Code of Policies, effective 1 January 2021:

### 71.010. Per Capita and Prorated Dues

There is no exception to the constitutional requirement for uniform per capita dues. Per capita and prorated dues will be invoiced based on the US Dollar amounts and converted into local currency where appropriate. ~~All payments to RI shall be at the current rate of exchange as determined by RI for each semiannual period.~~ Rotary International per capita and prorated dues are nonrefundable.

### 71.030. Invoices

~~All RI invoices from World Headquarters will be billed only in US dollars. RI invoices billed from RI international offices will be billed in the currency of the club's country.~~

## 201. Support of COVID-19 Grants

*Statement:* To help The Rotary Foundation fund COVID-19 response grants through its newly created disaster response fund, the Board discussed transferring funds Rotary had saved in 2020 due to decreased staff and volunteer travel, to the Foundation.

**DECISION:** The Board

- notes that the Rotary world has responded to the COVID-19 pandemic through disaster response grants due to the industry of Rotarians in carrying out needed projects and the generosity of donors from Germany and other parts of the world;
- notes that there is now insufficient funding in the TRF disaster response fund to fund the final 107 COVID-19 related applications that The Rotary Foundation has received as of 18 June 2020;
- encourages Rotarians to continue contributing to the disaster response fund;
- agrees to fund any shortfall for these 107 applications (provided they were awarded by TRF in fiscal year

2020) by making a contribution to the TRF disaster response fund.

*Note:* The Board wished to record its unanimous vote on this item.

\* \* \* \* \*

## 2019–20 Budget Review

Board-approved budget, 2019–20 (in US dollars)

Revenues:	111,639,000
Expenses:	<u>110,134,000</u>
Change in net assets:	1,505,000
Convention reserves:	1,215,000
GSF funded expenses:	<u>572,000</u>

Net total of revenue and reserve funding over expenses:	<u>3,292,000</u>
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Decisions taken at this meeting impacting current year:

<u>Expenses:</u>	<u>2019–20</u>
Dec. 201 Support of COVID-19 Grants*:	2,750,000

\* from 2019-20 surplus

Decisions taken at this meeting impacting future years:

<u>Expenses:</u>	<u>2020–21</u>	<u>2021–22</u>	<u>2022–23</u>
Dec. 166 Shaping Rotary's Future	75,000	-	-
Dec. 170 Ops. Review	10,000	-	-
Dec. 184 Vocational Assistance	9,000	-	-
Dec. 193 Rose Parade Float	20,000	20,000	20,000

## Adjournment

The foregoing is a true record of the proceedings at the June 2020 Rotary International Board meeting.

\_\_\_\_\_  
Mark Daniel Maloney  
President

\_\_\_\_\_  
Andrew McDonald  
Secretary of the Meeting

## ATTEST:

\_\_\_\_\_  
John Hewko  
General Secretary, RI

## APPENDIX A

### RATIFICATION OF DECISIONS MADE BY THE PRESIDENT (Decision 153)

#### 1. Waiver of Qualifications for Governor-nominee

*Statement:* Under the Board's terms of delegation of authority (Rotary Code of Policies section 27.040), the president is authorized to act on the Board's behalf in excusing a Rotarian from the qualifications for a district governor or governor-nominee specified in the RI Bylaws.

**DECISION:** The Board, the president acting on its behalf, in accordance with RI Bylaws section 16.010. or 16.020, excuses the following Rotarians from the qualifications for a governor or governor-nominee:

<u>Rotarian Name</u>	<u>Club Name</u>	<u>District</u>
Alexander P. F. Ehlers	Munich	1842
Armin Staigis	Chemnitz-Schlossberg	1880
Daniela Singer	Fränkische Schweiz-Wiesenthal	1950
Lena Liljenhed Ekman	Göteborg City	2360

#### 2. Vacancy in the Office of Governor or Governor-elect

*Statement:* Under the Board's terms of delegation of authority (Rotary Code of Policies section 27.040), the president is authorized to act on the Board's behalf in electing a Rotarian to fill a vacancy in the office of governor or governor-elect where such action is required by the RI Bylaws. The Board has requested the president to consult with the current director where the vacancy has occurred before making the selection.

**DECISION:** The Board, the president acting on its behalf, in accordance with RI Bylaws section 12.090. or 16.060. appoints the following Rotarian to serve as governor or governor-elect in their district, assuming all authority and responsibilities of the office:

<u>Rotarian Name</u>	<u>Club Name</u>	<u>District</u>
Harish Gaur	Bhiwadi, Rajasthan	3053

#### 3. Appointment of Members to the 2020–21 Nominating Committee for President

*Statement:* RI Bylaws section 10.030.1. requires that those past directors who wish to be considered for

membership on the Nominating Committee for President must advise the general secretary by 15 April. The Bylaws further provide (section 10.020.3.) that where there is no past director available for election or appointment from a particular zone "a past governor shall be eligible for election or appointment if that past governor served for at least one year as a member of a committee provided for in article 17 or as a TRF trustee. In accordance with Rotary Code of Policies section 27.040.12., the president is authorized to act on the Board's behalf in this matter.

Zones 6 and 12 did not have a past director available to serve on this committee. The general secretary identified a past governor in each zone per RI Bylaws section 10.020.3. who is willing to serve on the committee.

**DECISION:** The Board, the RI president acting on its behalf, and in accordance with RI Bylaws section 10.020.3., appoints the following past district governor as members of the 2020–21 Nominating Committee for President:

Ravindra P. Sehgal Zone 6.  
Chang-Gon Yim Zone 12.

## APPENDIX B

### RATIFICATION OF DECISIONS MADE BY THE GENERAL SECRETARY (Decision 154)

*Statement:* The general secretary reported that, in accordance with instruction and authorization from the Board, he made the following decisions on behalf of the Board during the period 17 March through 22 May 2020.

#### 1. Admission of Clubs

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary may approve provisional clubs' applications for membership in RI in accordance with established procedure and policy.

**DECISION:** The Board, the general secretary acting on its behalf, approves admission of the following Rotary clubs to membership in RI:

##### Zone 1

Chandpur Hilsha City, Bangladesh  
Dhaka Dynamic, Bangladesh  
Dhaka Harmony, Bangladesh  
Jogja Istimewa, Indonesia  
Karachi Capital Hills, Pakistan  
Rawamangun, Indonesia  
Sentul Selatan, Indonesia  
Sylhet Echo, Bangladesh  
Sylhet Imperial, Bangladesh  
Sylhet Shahjalal City, Bangladesh

##### Zone 4

Delhi Victory, Delhi, India  
Ghaziabad Century, Uttar Pradesh, India  
Neem Ka Thana, Rajasthan, India

##### Zone 5

Kavindapadi, Tamil Nadu, India  
Madayi, Kerala, India  
Namakkal Heritage, Tamil Nadu, India  
Salem Green, Tamil Nadu, India  
Salem Rupavati, Tamil Nadu, India  
Thisayanvilai, Tamil Nadu, India  
Tirupur Celebration, Tamil Nadu, India  
Udumalpet Central, Tamil Nadu, India  
Udumalpet Galaxy, Tamil Nadu, India

##### Zone 6

Bhubaneswar Smile, Odisha, India  
Durgapur Elite, West Bengal, India  
Lahan, Nepal  
Varanasi Kabir, Uttar Pradesh, India

##### Zone 7

Bangalore Social, Karnataka, India  
Belgaum Darpan, Karnataka, India  
Devadurga, Karnataka, India  
French Rocks Pandavapura, Karnataka, India  
Gomantak, Goa, India  
Nagothane, Maharashtra, India  
Raichur Krishna Tunge, Karnataka, India  
Raichur Rock Town, Karnataka, India  
Shirur, Maharashtra, India

##### Zone 8

Browns Plains, Queensland, Australia  
Cairns Northern Beaches, Queensland, Australia  
Social Impact Network, New South Wales, Australia

##### Zone 9

Oriental Pearl Macau, Macau  
Taichung Knowledge Innovation, Taiwan  
Taipei Charity Running, Taiwan  
Taipei Da Shuang Xi, Taiwan  
Taipei Huangpu, Taiwan  
Taipei Xiong-Ying, Taiwan

##### Zone 10

Manila Tourist Belt, Philippines  
Roxas, Palawan, Philippines  
Santo Tomas Manila, Philippines

##### Zone 11

Ansan Global, Gyeonggi, Korea, Republic of  
Anyang Star, Gyeonggi, Korea, Republic of  
Pyeongchon The World, Gyeonggi, Korea, Republic of  
Suwon Hehhyun, Gyeonggi, Korea, Republic of

##### Zone 12

Tongyeong RMCH, Gyeongsangnam, Korea, Republic of  
Ulsan New Young, Ulsan, Korea, Republic of  
Yeosu Nangman, Jeonnam, Korea, Republic of

##### Zone 13

Human Impact Mouscron, Belgium  
Rouen Flaubert, Seine-Maritime, France  
Valence Rovaltain, Drôme, France

##### Zone 14

Hatriaticum Piceno Roseto, Italy  
Lanciano-Costa dei Trabocchi, Italy

##### Zone 16

Zurich Circle International, Switzerland

##### Zone 17

Sunny Novorossiysk, Russia

## Zone 20

Jerez Corporate, Spain  
Tomar Cidade, Portugal

## Zone 21

Bafra Kızılırmak, Turkey  
Gorna Banya Sofia, Bulgaria  
Odessa International, Ukraine  
Vizirka, Ukraine  
Wien-Thalia, Austria

## Zone 22

Anyigba Metro, Kogi State, Nigeria  
Asaba Downtown, Delta State, Nigeria  
Asella, Ethiopia  
Cairo Del Sol, Egypt  
Cairo Sky, Egypt  
Casablanca Florida, Morocco  
E-Club of Lomé Firmament, Togo  
Enkare - Narok, Kenya  
Kinshasa Bolingo, Democratic Republic of the Congo  
Kireka Movers, Uganda  
Lusaka East, Zambia  
Mosi-Oa-Tunya Livingstone, Zambia  
Nakasero Central, Uganda  
Nalumunye, Uganda  
Onne, Rivers State, Nigeria  
Port-Harcourt Esara City, Rivers State, Nigeria  
Port-Harcourt Rebisi Kingdom, Rivers State, Nigeria  
Sapele City Center, Delta State, Nigeria  
Sapele GRA, Delta State, Nigeria  
Wakiso, Uganda

## Zone 23

Bagé-Charrua, Rio Grande do Sul, Brazil  
Foz do Iguaçu-Conexão, Paraná, Brazil

## Zone 24

Cuiabá-Distrito do Sucuri, Mato Grosso, Brazil  
Goiânia-Flamboyant, Goiás, Brazil  
João Pessoa-Tambiá, Paraíba, Brazil  
Lambari d'Oeste, Mato Grosso, Brazil  
São José do Rio Preto-017, São Paulo, Brazil  
Uberaba-Santa Rosa, Minas Gerais, Brazil

## Zone 25

Aragón Plusultra, CDMX, Mexico  
Ciudad Jardín Maracay, Aragua, Venezuela  
La Trinidad, Miranda, Venezuela  
R20 Monterrey, Nuevo Leon, Mexico

## Zone 26

Phoenix Metro, Arizona, USA  
Silicon Valley For Global Impact, California, USA

## Zone 29

District 5950 Ending Human Trafficking, Minnesota, USA

## 2. Ballot by Mail for Selection of Council on Legislation Representative and Alternate

*Statement:* Under the terms of delegation of authority by the Board, the general secretary, in accordance with Rotary Code of Policies section 32.040.1., may authorize a district to select the representative and the alternate representative to the councils in a ballot-by-mail.

*DECISION:* The Board, the general secretary acting on its behalf, authorizes the following districts to select the Council representative and alternate in a ballot-by-mail in accordance with RI Bylaws section 9.080:

<u>District</u>	<u>Rotary Year Serving</u>
2203	2020-2023
2250	2020-2023
5220	2022
7690	2020-2023

## 3. Amendment of Club Constitution – Change in Name of Clubs

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary may amend a club constitution to change the name of the club.

*DECISION:* The Board, the general secretary acting on its behalf, approves an amendment to the following clubs' constitution whereby the names of the clubs are changed as follows:

<u>From</u>	<u>To</u>
Al Banafseg, Egypt	El-Tagamo Residents, Egypt
Banja Luka Aequalitas, Bosnia and Herzegovina	Banja Luka Feniks, Bosnia and Herzegovina
Bella Vista Sunrise, Arkansas, USA	Bella Vista, Arkansas, USA
Bellegarde-sur-Valserine, Ain, France	Valserhône, Ain, France
Bergheim/Erft, Germany	Rhein-Erft, Germany
Chesterland, Ohio, USA	Geauga County (West), Ohio, USA
Daegu Hayang, Daegu, Korea, Republic of	Gyeongsan Hayang, Daegu, Korea, Republic of
E-Club of District 5960, Minnesota, USA	Rotary Club of Cultural Exchange Enthusiasts (D5960), Minnesota, USA
E-Club of Northeast Florida, Florida, USA	Northeast Florida, Florida, USA
Lamorinda Sunrise (Lafayette, Moraga, Orinda, Rossmoor), California, USA	Lamorinda Sunrise, California, USA
Mendoza Cerro Aconcagua, Mendoza, Argentina	Las Heras Mendoza Cerro Aconcagua, Mendoza, Argentina

<u>From</u>	<u>To</u>
Mt. Vernon-Lisbon, Iowa, USA	Linn County, Iowa, USA
Olonzac en Minervois, Hérault, France	Olonzac en Minervois - Passeport, Hérault, France
Paris Notre-Dame, France	Neuilly-sur-Seine-Sablons, Hauts-de-Seine, France
St. Thomas East, VI, United States Virgin Islands	St. Thomas East Eco, VI, United States Virgin Islands
Tehuacán 75 Años, Puebla, Mexico	Tehuacán, Puebla, Mexico
Union County, Ohio, USA	Marysville, Ohio, USA
Vibo Valentia-Hipponion, Italy	Hipponion Vibo Valentia, Italy
Zurich Belvoir International, Switzerland	Zurich International, Switzerland

#### 4. Amendment of Club Constitution – Change in Locality

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary may approve requests from clubs to amend Article IV of the club constitution to revise club locality.

**DECISION:** The Board, the general secretary acting on its behalf, approves amendments to the constitution of the following Rotary clubs, thereby revising their localities:

Altavallesina-Grottefrassassi, Italy  
Geauga County (West), Ohio, USA  
Gyeongsan Hayang, Gyeongsanbug, Korea, Republic of  
Neuilly-sur-Seine-Sablons, Hauts-de-Seine, France  
Valserhône, Ain, France

#### 5. Incorporation of Rotary Clubs

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary may approve all applications for incorporation that are in conformity with the general provisions for articles of incorporation.

**DECISION:** The Board, the general secretary acting on its behalf, offers no objection to the incorporation of the following Rotary clubs under the proposed articles of incorporation as submitted by those clubs:

Port Louis, Mauritius  
Social Impact Network Inc, New South Wales, Australia

#### 6. Merger of Clubs

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary may approve the application of two or more Rotary clubs to merge into a

single new club, in accordance with established procedure and policy.

**DECISION:** The Board, the general secretary acting on its behalf, approves the merging of the following Rotary clubs in RI:

<u>Clubs</u>	<u>New Club</u>	<u>New Charter Date</u>
Tsukui Chuo, Kanagawa, Japan	Tsukui Chuo, Kanagawa, Japan	22 November 1993
Tsukui, Kanagawa, Japan		
Pune Hillside, Maharashtra, India	Pune Hillside, Maharashtra, India	27 May 1990
Pune Inspira, Maharashtra, India		
Chatswood, New South Wales, Australia	Chatswood Roseville, New South Wales, Australia	29 July 1948
Roseville Chase, New South Wales, Australia		
Nambucca Heads, New South Wales, Australia	Nambucca Valley, New South Wales, Australia	18 August 1954
Macksville, New South Wales, Australia		
Midland, Western Australia, Australia	Midland Swan Valley, Western Australia, Australia	14 June 1985
Swan Valley, Western Australia, Australia		
Sölvesborg, Sweden	Sölvesborg-Lister, Sweden	12 September 1953
Sölvesborg-Lister, Sweden		
Rovaniemi-Napapiiri, Finland	Rovaniemi Santa Claus, Finland	6 October 1965
Rovaniemi Santa Claus, Finland		
Alfustat, Egypt	Sphinx, Egypt	25 June 1992
Sphinx, Egypt		

#### 7. Modification of District Boundaries - Transfer of Clubs

*Statement:* The geographical location of the Rotary Clubs of Ivaiporã, Paraná, Brazil and Ivaiporã-Integração, Paraná, Brazil has made it challenging for them to participate in their district's events (District 4640). The clubs requested they be transferred to District 4710, where, due to ease of location and familiarity they have been attending district events. As a result, the new boundary descriptions for the two districts are:

4640 - BRAZIL – Paraná - That portion south of the northern boundaries of the municipalities of Guaira,



Terra Roxa, Palotina, Assis Chateaubriand, Formosa do Oeste, Nova Aurora, Ubitatã, Campina da Lagoa, Nova Cantú, Palmital, Pitanga, and west of the eastern boundaries of the municipalities of Manoel Ribas, Pitanga, Turvo, Guarapuava, Pinhão and Palmas.

4710 - BRAZIL – Paraná - That portion north of the southern boundaries of the municipalities of Jardim Alegre, Grandes Rios, Ortigueira, Curiúva, Ibaí, Arapoti and São José da Boa Vista, and east of the western boundaries of the municipalities of Jardim Alegre, Faxinal, Rio Bom, Cambará, Apucarana, Sabaudia, Astorga, Jaguapitã, Guaraci, Nossa Senhora das Graças, Cafeara, Lucionópolis and Ivaiporã.

**DECISION:** The Board, the general secretary acting on its behalf in accordance with Rotary Code of Policies section 17.010.5., approves the transfer of the Rotary Clubs of Ivaiporã, Paraná, Brazil and Ivaiporã-Integração, Paraná, Brazil from District 4640 to District 4710, effective 1 July 2020.

## 8. Modification of District Boundaries - Transfer of Clubs

*Statement:* Rotary E-Club of Hanse (District 1940), Germany, currently belongs in district 1940, however most members live close to a city located in the neighboring district and therefore wish to become part of District 1890 instead. As this change relates to an e-club, the boundary description will not change.

**DECISION:** The Board, the general secretary acting on its behalf in accordance with Rotary Code of Policies section 17.010.5., approves the transfer of the Rotary E-Club of Hanse, from District 1940 to District 1890, effective 1 July 2020.

## 9. Suspension of Services in Rotary International

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary may suspend services of Rotary International and The Rotary Foundation to a club that has not paid its district per capita dues or levy for more than six months until such time as the club has satisfied all of its past due indebtedness to the district for per capita dues and/or levies.

**DECISION:** The Board, the general secretary acting on its behalf, in accordance with RI Bylaws section 3.020.1. suspends all services of Rotary International and The Rotary Foundation to the following clubs until such time as it has satisfied all of their past indebtedness for per capita district dues and/or levies:

<u>District</u>	<u>Club Name</u>
4710	Cambé-Hugo Gonçalves, Paraná, Brazil
4710	Cambira, Paraná, Brazil
4710	Tamarana, Paraná, Brazil
9700	Wollundry-Wagga Wagga, New South Wales, Australia

## 10. Resignation of Membership in Rotary International

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary may cancel a club's charter under the recommendation of the governor if the club has ceased to exist.

**DECISION:** The Board, the general secretary acting on its behalf, accepts the resignation of the following clubs and declares the charters issued to these clubs to be null and void:

<u>District</u>	<u>Club Name</u>
52	Tianjin, People's Republic of China
1160	Belfast Fortwilliam, Antrim, Northern Ireland
1380	Vaasa-Botnia-Vasa, Finland
1410	Auranmaa, Finland
1430	Kouvola-Kangas, Finland
2050	Certosa di Pavia, Italy
2310	Raukvin, Norway
2360	Staffanstorp-Stanstorp, Sweden
2420	RC of Istanbul Pera, Turkey
2550	Shiobara, Tochigi, Japan
2780	Sagamihara Oono, Kanagawa, Japan
3721	Ulsan Bongwoori, Ulsan, Korea, Republic of
3721	Ulsan-New Hyundai, Ulsan, Korea, Republic of
4563	São Paulo-Borba Gato, São Paulo, Brazil
4563	Santana de Parnaíba-Centro Histórico, São Paulo, Brazil
5150	The Peninsula Sunrise (Redwood City/Menlo Park), California, USA
5870	East Austin, Texas, USA
5960	Ramsey, Minnesota, USA
5960	Princeton, Minnesota, USA
7360	Lewisburg, Pennsylvania, USA
7430	Mt. Penn-Exeter, Pennsylvania, USA
9465	Canning Bridge, Western Australia, Australia
9570	Moranbah, Queensland, Australia
9600	Taabinga, Queensland, Australia

## 11. Termination of Membership in Rotary International – Disbanded

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary may terminate the charters of clubs where further effort to rehabilitate the club is futile.

**DECISION:** The Board, the general secretary acting on its behalf, terminates the membership in RI of the following Rotary clubs:

<u>District</u>	<u>Club Name</u>
1175	Dawlish, Devon, England
1430	Kouvola-Sarkola, Finland
2232	Vinnytsia, Ukraine
2310	Drammen Syd-Vest, Norway
2370	Värmdö Skeppslag, Sweden
2484	E-Club of Panhellenic, Greece
2490	Jerusalem West, Israel
2490	Petah Tikvah, Israel
3661	Busan-Chorus, Busan, Korea, Republic of
3710	Gwangju Dury, Gwangju, Korea, Republic of
4530	Cabeceiras, Goiás, Brazil
4851	Mendoza-Sin Fronteras, Mendoza, Argentina
4851	Carrodilla, Mendoza, Argentina
4895	Villa Martelli, Bs. As., Argentina
4895	Villa Soldati, Bs. As., Argentina
5390	Roundup, Montana, USA
9110	Oke-Afa, Lagos State, Nigeria
9125	Jalingo Metro, Nigeria

## 12. Termination of Membership in Rotary International – Failure to Function

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary may terminate the charters of clubs where further effort to rehabilitate the club is futile.

**DECISION:** The Board, the general secretary acting on its behalf, in accordance with RI Bylaws section 3.030.3., terminates the membership in RI of the following Rotary clubs:

<u>District</u>	<u>Club Name</u>	<u>Admitted</u>	<u>Terminated</u>
3282	Chittagong Bayview, Bangladesh	9 August 2017	18 March 2020
3282	Chittagong Hill City, Bangladesh	15 May 2019	18 March 2020
3282	Chittagong Green View, Bangladesh	26 June 2019	18 March 2020
4391	Propriá-Baixo São Francisco, Sergipe, Brazil	23 June 2004	17 April 2020
4420	São Paulo-Paulistano, São Paulo, Brazil	5 March 2018	25 March 2020
4560	Divinópolis, Minas Gerais, Brazil	28 May 1956	17 April 2020

## 13. Recognition of New Rotary Fellowships

*Statement:* Under the terms of the delegation of authority by the Board, the general secretary is authorized to recognize Rotary Fellowships, in consultation with the Networking and Service Groups Committee.

**DECISION:** The Board, the general secretary acting on its behalf, recognizes the following new Rotary Fellowships:

Beard and Moustache Appreciation Rotary Fellowship  
International Bee Rotary Fellowship

## 14. Change in Name of a Rotary Action Group

*Statement:* Under the Board's delegation of authority terms (Rotary Code of Policies section 32.090.14.), the general secretary may approve changes to the official name of any Global Networking Group, provided that the name is in accordance with RI policy.

**DECISION:** The Board, the general secretary acting on its behalf, approves the following Rotary Action Groups name changes:

<u>From</u>	<u>To</u>
Rotarian Action Group	Rotary Action Group for
Addiction Prevention	Addiction Prevention
Alzheimer's/Dementia	Alzheimer's/Dementia Rotary
Rotarian Action Group	Action Group
Global Network for Blood	Rotary Action Group for Blood
Donation	Donation
Rotary Action Group for	Rotary Action Group for
Microfinance and	Community Economic
Community Development	Development
Environmental	Environmental Sustainability
Sustainability Rotarian	Rotary Action Group
Action Group	
Rotarian Action Group for	Rotary Action Group for
Family Safety	Family Safety
Food Plant Solutions	Food Plant Solutions Rotary
Rotarian Action Group	Action Group
Health Education and	Health Education and
Wellness Rotarian Action	Wellness Rotary Action
Group	Group
Rotarian Action Group for	Rotary Action Group for
Hepatitis Eradication	Hepatitis Eradication
Rotarian Action Group for	Rotary Action Group for
Population &	Reproductive, Maternal and
Development (RFPD)	Child Health (RMCH)
Rotarian Action Group for	Rotary Action Group Against
Multiple Sclerosis	Multiple Sclerosis
Awareness	

<u>From</u>	<u>To</u>
Polio Survivors and Associates Rotarian Action Group	Polio Survivors Rotary Action Group
Rotarian Action Group Against Slavery	Rotary Action Group Against Slavery
Water and Sanitation Rotarian Action Group	Water Sanitation & Hygiene Rotary Action Group

**15. Request to Form a Rotaract Multidistrict Information Organization**

*Statement:* In accordance with the policy established by the Board with respect to multidistrict activities, the governors and Rotaract representatives requested the Board's approval to form/terminate a Rotaract Multidistrict Information Organization.

**DECISION:** The Board, the general secretary acting on its behalf, in accordance with established policy concerning multidistrict activities, recognizes the formation of Rotaract Canada Multidistrict Information Organization Representing Districts 5050, 5360, 5370, 7010, 7070, and 7810, subject to the activities being organized and conducted in accordance with RI policy.

**16. Request to Withdraw from and Join Multidistrict Youth Exchange—District 6380**

*Statement:* In accordance with Rotary Code of Policies, the governor for District 6380 requested the Board's approval to withdraw from one multidistrict and join another multidistrict for the purposes of Youth Exchange activities.

**DECISION:** The Board, the general secretary acting on its behalf, in accordance with Rotary Code of Policies, authorizes the governor and clubs in District 6380 to withdraw from activities with the Ohio-Erie Rotary Youth Exchange, Inc. multidistrict program and join activities with the Central States Rotary Youth Exchange, Inc. multidistrict program, effective 1 July 2020.

## APPENDIX C

### PROPOSED LEGISLATION FOR THE 2022 COUNCIL ON LEGISLATION (Decision 162)

#### URGENT ENACTMENT 20-

To amend who is a member of the Council

**Proposer(s):** Board of Directors of RI

*To amend the **BYLAWS** of Rotary International as follows (page 28 MOP)*

#### Article 9 Composition and Procedures of the Councils

##### 9.110. Council Officers.

The council officers are the chair, vice chair, parliamentarian, and secretary. A chair, vice chair, and parliamentarian shall be selected by the incoming president in the year immediately before the council on legislation and shall serve for three years or until a successor is selected. The general secretary shall publish their names to all clubs. The chair and vice chair are non-voting members except, when presiding, either may vote to break a tie vote.

##### 9.110.6. Non-Voting Members.

The president, president-elect, ~~one member of the board elected by the board~~ other members of the board, and general secretary are non-voting members of the councils. A TRF trustee, elected by the trustees, is a non-voting member of the councils.

(End of Text)

#### PURPOSE AND EFFECT

COL item 19-112 amended the RI Bylaws so that only the president, president-elect, and one other member of the board could speak at future Councils and deleted the provision that allowed past presidents to serve as members of the Councils. The stated purpose was to reduce what was perceived to be the excessive travel and accommodation costs associated with the presence of so many non-voting board members and past presidents. Historically, the Board met in Evanston before the COL for its regular Board meeting and to prepare for the COL. They met again during and after the COL at the venue to respond to COL actions. This will be the case for the 2022 COL.

An unintended consequence of the adoption of item 19-112 was that it would impose a heavy burden on the three board members approved to attend the COL as non-voting members. Over the past 20 years, the board has proposed between 10 and 28 pieces of legislation to each COL, each of which must be presented by a member of the board. As a result of item 19-112, this task would now fall on only three board members, rather than spread out among 19.

This item seeks to restore all members of the board as members of the Councils.

Board members also propose and speak to legislation throughout the COL, and explain critical strategic, operational, and historical implications. This role helps to ensure that the representatives have the benefit of additional information to consider when deciding and voting on legislation. Throughout the history of the COL, the president, president-elect, and all members of the board have been non-voting members of the COL. This system has enabled the Council members to have access to the knowledge and insights provided by the diverse Rotarians that constitute the board.

## APPENDIX D

### AMENDMENTS TO ROTARY CODE OF POLICIES REGARDING PROCEDURES FOR THE FUNCTIONING OF THE NOMINATING COMMITTEE FOR PRESIDENT (Decision 167)

#### 27.010.2. Procedures for the Functioning of the Nominating Committee for President

The RI board has adopted procedures for the functioning of the Nominating Committee for President as follows:

#### Confidentiality

Applicants for membership on the Nominating Committee for President must sign a binding agreement at the time of their application that requires the member to immediately notify the RI president if he or she has been contacted by an individual for campaigning or electioneering purposes on behalf of a candidate for RI president. Members of the nominating committee, prior to and following the meeting of the committee, shall not discuss with other members of the committee or any other person the work of the committee, and shall at no time discuss or divulge any of the deliberations or discussions of the committee, except as they may participate in the deliberations of the committee at the time of its meeting. This confidentiality may be waived solely by the Board, or the RI Election Review Committee acting on its behalf, in order to investigate any duly filed election complaint. Names of members of the nominating committee may not be made public until after 30 June of the year in which they are selected.

#### Preparation for the Committee Meeting

1. The general secretary will assign a member of the Secretariat staff to work with and for the committee with instructions that all aspects of the work of the committee are to be kept in strict confidence.
2. Candidates for RI president shall be asked to submit a statement not to exceed 300 words outlining their vision and goals for Rotary.
3. In accordance with RI Bylaws section 10.050.2., which provides for candidates for RI president to be given an opportunity to be interviewed by the committee, the RI President, President-elect, and President-nominee will identify the key issues facing Rotary and develop three to five questions annually that candidates will be asked to answer in writing. Directors will be invited to submit proposed questions and key issues to the President, President-

elect, and President-nominee for their consideration no later than 1 March.

There shall be a 150-word limit on a candidate's answers to each of the three to five questions. The list of key issues facing Rotary will be shared with the nominating committee.

4. The general secretary shall send the interview questions to those Rotarians who submit their names for consideration by the nominating committee. Answers to the interview questions must be returned no later than 10 July.
5. Written statements submitted by candidates that exceed the applicable word limits in the language submitted shall not be transmitted to the Nominating Committee for RI President.
6. In accordance with RI Bylaws section 10.040.3., no later than 15 July the general secretary shall forward to committee members an alphabetical list of the past directors who have notified the general secretary that they wish to have their names listed as being willing and able to serve as president with the name of the Rotary club in which each holds membership indicated in capital letters. If there are more than six candidates, committee members will be required to vote on their top six candidates within the following five days. Any committee members not voting by the deadline shall not attend the committee meeting. The top six vote getters shall be considered the "finalists" and invited by the general secretary to be interviewed in-person by the committee. In the event of a tie for the sixth position that would result in more than six candidates being considered finalists, a second vote shall immediately be held between all those involved in the tie to reduce the number of finalists to six. This second vote shall be by single transferable ballot and must be completed within the following 48 hours. If this second vote fails to break the tie, all candidates still involved in the tie shall be invited to be interviewed in-person by the committee. ~~all candidates involved in the tie shall be invited to be interviewed in person by the committee.~~ The finalists' travel (economy class) and related expenses shall be paid by RI. Candidates who are not invited

to be interviewed shall not be considered further by the committee. If there are six or fewer candidates, all candidates shall be considered finalists and invited to be interviewed.

7. With regard to the ~~six~~ finalists identified by the committee, the assigned staff person shall prepare the following materials for each committee member. These materials shall be delivered to members of the committee electronically five days before the meeting. A hard copy of these materials will be distributed to each member the day before the committee meeting.

- a) an informational letter from the general secretary pertaining to procedures of the committee meeting
- b) a copy of the "Procedures for the Functioning of the Nominating Committee for President"
- c) a copy of RI Bylaws Article 10
- d) a copy of the RI President Job Description outlined in section 27.020. of this Code
- e) an alphabetical list of candidates for the office of president
- f) a list of key issues facing Rotary developed by the RI Board
- g) a copy of the in-person interview questions developed by the previous year's nominating committee
- h) one set of each of the following for each candidate
  - 1) a copy of a current photograph submitted by the candidate
  - 2) a copy of the submission form from the candidate containing a one-page background statement
  - 3) a copy of written answers to interview questions developed by the RI Board
  - 4) a copy of the written statement of vision and goals for Rotary
  - 5) a chronological list of RI committees on which the candidate has served
  - 6) a copy of the general biographical data on record in the secretariat

8. The committee meeting shall begin the evening before the meeting date for the purpose of electing a member of the committee as the chair and another member as the secretary. The chair and secretary shall be elected following the committee's welcome dinner in accordance with the procedure outlined in paragraph 9. below.

9. The election of the chair and secretary shall be conducted under the direction of the general secretary, who shall prepare and distribute a ballot listing each member of the nominating committee. Each member of the committee shall cast one vote for the chair. The general secretary, or a member of staff, shall count the votes and announce the results. If nine (9) votes are not received by any member of the committee, a second ballot shall be held. Voting shall continue on successive ballots until nine (9) votes are received. After the election of the chair, the procedure outlined above shall be used to select a committee secretary.

#### At the Committee Meeting

10. The members of the nominating committee shall be seated in alphabetical order.
11. The general secretary shall inform the committee that RI bylaws (section 10.050.1.) provide that "The committee shall meet and nominate the best qualified Rotarian from among the list of past directors who have indicated they are willing to serve as president regardless of their country of residence. However, the committee shall not nominate candidates from the same country of residence two years consecutively."
12. Following the instructions provided by the general secretary, no one is to be in attendance during the meeting of the committee other than the duly elected members of the nominating committee and any interpreters needed for members of the committee, except that the general secretary or his assigned staff member may be called into the meeting upon the request of the chair or other member of the committee. This staff person shall assist the committee during the course of its meeting, should any assistance be required, and shall work under the direct supervision of the chair of the committee.
13. Before the committee begins its deliberations, the chair shall inquire whether any member of the committee has been contacted by or on behalf of any candidate, or is aware of any effort to influence members of the nominating committee, either directly or indirectly, and, if so, to bring these to the attention of committee at this time. The chair shall at this time ask all committee members to review and sign a written disclosure statement of any attempt to influence members of the committee. Any member of the committee who is later found to have failed to

properly report campaigning or electioneering activity on behalf of a candidate may be subject to penalties imposed by the RI Board that include removal of past RI director status, removal of past district governor status, and banning the individual from any future appointments to serve on RI committees.

14. The questions to be asked each candidate shall be developed with the entire committee present on the morning of the meeting. The general secretary shall allow at least 90 minutes between the beginning of the meeting and the first interview for the committee to develop and discuss its questions. In advance of the meeting, the general secretary will invite committee members to bring two suggested questions to the committee meeting to assist the committee in developing the questions it wishes to ask the candidates.
15. The committee shall conduct interviews of no more than 60 30 minutes with each of the ~~six~~ finalists previously identified by the committee in the finalist's language of choice. As part of the interview, each candidate will be allowed up to ten minutes to present a prepared statement on a topic developed by the Board and distributed to candidates in advance of the meeting. The finalists shall be interviewed in alphabetical order. The General Secretary shall provide a timing device that is visible to both the committee secretary and the candidate for timing the candidates' responses. The general secretary will inform candidates that they may bring and refer to notes during their interview.
16. Following the interviews, but before conducting a ballot for president, the nominating committee shall discuss the qualifications of each candidate. No member of the committee should leave the room once the committee has started the deliberation process until the nominee has been selected.
17. Following the discussion of all of the candidates, the chair shall distribute ballots prepared by the general secretary containing an alphabetical list of candidates and instruct each member of the committee to vote for four candidates.

All voting conducted under this paragraph shall be conducted by secret ballot. After the secretary announces the results of this ballot, similar steps shall be followed to reduce the number of candidates to two and, finally, to one. Notwithstanding the foregoing, a candidate eliminated during a previous

round of balloting may be reconsidered at any point if requested by at least six members of the committee. Voting must continue until there are two candidates remaining and one of the final two candidates receives at least ten votes, regardless of whether any candidate received ten or more votes in a previous round of voting. The committee shall not select an alternate, and the candidate who finishes second in the final vote shall not be considered to be an alternate.

18. In the event of a tie in voting for the final four or two candidates, the candidates involved in the tie shall proceed to the next round of voting. If there are more than two candidates in the final round of voting and no candidate receives 10 votes in the initial vote, the lowest vote-getter shall be removed from further consideration on subsequent ballots.
19. The RI Bylaws (section 10.050.3.) provide that "Twelve members of the committee shall constitute a quorum. All business of the committee shall be by majority vote, except that to select the committee's nominee for president, at least ten members of the committee shall vote for the nominee."
20. The report of the committee naming its nominee shall be signed by the chair on behalf of the committee and be delivered and certified to the general secretary. ~~(In the past, this has been done before the committee adjourned.)~~ This report is to be the only formal record of the committee. The general secretary will notify each club of the contents of the report and the names of the nominating committee in accordance with the RI Bylaws.
21. Should the selection of another nominee for president be necessary, the general secretary shall contact those past directors who previously indicated to the general secretary that they wished to be considered by the nominating committee. The names of the candidates who still wish to be considered shall be considered by the committee. The procedures to be used at any emergency meeting of the committee shall follow these procedures as closely as possible.
22. In the event that the RI Board determines that it is impractical for the committee to meet in person, the RI Board may authorize a virtual committee meeting. The procedures to be used at any virtual committee meeting shall be determined by the RI president and shall follow these procedures as closely as possible.

Subsequent to the Meeting

23. So as to ensure that the committee has sufficient time for its deliberations, committee members should not plan to depart until the day following the committee's meeting.

24. The vision and goals statement and written answers to the interview questions developed by the RI Board submitted by the candidate chosen by the Nominating Committee for RI President shall be made available to Rotarians.



## **APPENDIX E**

### **AMENDMENTS TO THE ROTARY CODE OF POLICIES REGARDING EVENT-SPECIFIC USES OF THE ROTARY MARKS (Decision 185)**

#### **35.040.3. Event Specific Uses of the Rotary Marks**

Clubs and districts may sell merchandise bearing the Rotary Marks without a license when they are promoting club or district projects. Merchandise sold in conjunction with such special projects must include, in addition to one of the Rotary Marks, the club or district name, and reference the fundraising project and its duration or date (the sale of merchandise may not be the special project).

If the merchandise sold in conjunction with such special projects involves the fundraising sale of alcoholic beverages as a one-time event or as an annual event (the sale of merchandise may not be the special project), such sales are permissible so long as all sales start and conclude within a 30-day window of the date of the fundraising event, and:

1. Alcohol sales are culturally appropriate where the club or district is situated,
2. The art on the label or packaging is consistent with brand guidelines for use of the Rotary Marks by clubs and districts,
3. The alcohol is a limited edition in that the labels must include, in addition to one of the Rotary Marks, the club or district name, and reference the fundraising project and its duration or date,
4. Because alcoholic beverage sales, manufacturing and distribution may be subject to specific local laws, the club or district has reviewed and the sales are in compliance with all applicable laws (clubs and districts may want to consult with their attorney for points 4, 5 and 6),
5. The club or district has reviewed any contracts with vendors to ensure they do not assume risks or responsibilities beyond their control,
6. Contracts with vendors should include a provision requiring that all parties maintain adequate liquor liability insurance.

## APPENDIX F

### AMENDMENTS TO THE ROTARY CODE OF POLICIES REGARDING THE DUTIES AND RESPONSIBILITIES OF THE DISTRICT MEMBERSHIP COMMITTEE (DECISION 190)

#### 17.030.2. District Committees

District committees are charged with carrying out the goals of the district as formulated by the governor with the advice of the assistant governors. The governor-elect, governor, and immediate past district governor should work together to ensure continuity of leadership and succession planning. The governor-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs and conducting planning meetings prior to the start of the year in office.

[text omitted]

- Membership Committee

#### 1. *Purpose:*

Under the direction of the governor, the committee will identify, promote and implement membership strategies that will result in membership development and growth, and the formation and support of develop and implement a plan to organize new Rotary and Rotaract clubs within the district.

~~The chair must have significant knowledge of, commitment to, and experience with membership attraction and engagement activities.~~

#### 2. *Additional Qualifications of Members:*

a) The chair must have significant knowledge of, commitment to, and experience with membership attraction and engagement activities.

~~a~~b) Preference should be given to Rotarians and Rotaractors who have been successful in inviting new members to join Rotary or Rotaract, implementing membership programs and who are members of clubs that have diversified membership.

~~b~~c) Consideration should be given to those who have served as chairs of club committee(s) related to membership ~~attraction and engagement~~.

~~e~~d) Preference should be given to ~~past district governors~~ individuals who have been active and successful in establishing and nurturing new clubs.

#### 3. *Duties and Responsibilities:*

~~a) Work with the governor and club leaders to ensure that each club achieves its membership goal.~~

~~b) Be familiar with Rotary Club Central and other membership development resources.~~

~~e) Utilize Rotary Coordinators as resources.~~

~~d) Coordinate district-wide membership development activities.~~

~~e) Encourage clubs to participate in RI or presidential membership recognition programs.~~

~~f) Maintain communication with other district committees to coordinate activities that will aid membership attraction and engagement efforts.~~

~~g) Identify committee members to all clubs and indicate that members of the committee are available to help them.~~

~~h) Encourage clubs to develop and implement an effective membership attraction plan.~~

~~i) Assist club membership development chairs in carrying out their responsibilities.~~

~~j) Visit clubs to speak about successful membership attraction and engagement activities; share information on successful activities.~~

~~k) Identify communities without Rotary clubs that have a population capable of meeting the requirements for chartering a new club.~~

~~l) Identify communities where additional Rotary clubs could be established without detracting from service provided to the community by existing clubs.~~

~~m) Assist in organizing and establishing new clubs.~~

a) Assist club membership committee chairs in carrying out their responsibilities of attracting new members and engaging existing members.

b) Manage prospective members through the Manage Membership Leads page on My Rotary.

c) Assist in organizing, establishing and supporting new and different types of clubs, where Rotary is currently not present, as well as in areas where Rotary is already active.

d) Communicate committee progress, challenges and opportunities with your Rotary coordinator and district governor on a regular basis.

#### 4. *Additional Training Requirements:*

~~In addition to the chair, as many committee members as possible should attend a training meeting conducted by the Rotary coordinator as appropriate.~~

#### 54. *Appointment and Training of Chair:*

To be effective, the district membership committee must

have continuity of leadership; therefore, the committee chair shall be appointed for a three-year term, subject to review, with documented agreement of the governor, governor-elect and governor-nominee for their term of service.

The district governor (if selected) for each of the years of the three-year term of the membership ~~attraction and engagement~~ committee chair will participate in the selection of the chair. This selection should take place and be reported to Rotary International no later than 31 December before taking office on 1 July of the ~~same~~ following calendar year.

Any removal for cause must have the prior approval of all the district governors (if selected) for each of the remaining years of the three-year term. The chair shall attend a training meeting conducted by the Rotary coordinator as appropriate.

## APPENDIX H

### PROPOSED LEGISLATION FOR THE 2022 COUNCIL ON LEGISLATION (Decision 199)

#### PROPOSED ENACTMENT 22-\_\_\_\_

To amend the provisions regarding the audit committee and audited financial statements.

**Proposer(s):** Board of Directors of RI

*To amend the **BYLAWS** of Rotary International as follows (page ## MOP)*

#### Article 18 Fiscal Matters

##### **18.070. Audit.**

The board shall provide for an audit of RI at least once per year, prepared by licensed, certified, or chartered public accountants, or auditors of recognized standing in the country, state, or province in which the audit is made. The general secretary shall submit books and vouchers for audit as required by the board.

##### ~~17.060~~ **18.070.1. Audit Committee.**

The boards shall appoint an audit committee with ~~seven~~ members, ~~each of whom~~ shall be independent and financially literate. ~~The committee shall include two board members appointed annually by the board and one trustee appointed annually by the TRF trustees. In addition, the committee shall include four members appointed by the board, who are not board members or trustees, for single terms of six years. The committee shall review and report to the board as appropriate on RI and TRF financial reports, the external audit, the system of internal control, internal audit, and related matters. The committee advises the board and trustees under terms of reference not in conflict with this section, prescribed by the board and trustees. The committee shall meet up to three times per year. The president, the trustee chair, the board, the trustees, or the committee chair shall determine the time, place, manner, and notice of regular meetings. For additional meetings, the president or committee chair may determine the time, place, manner, and notice. The chair of the operations review committee (or the chair's designee) shall serve as a liaison to the audit committee.~~

##### **18.080. Report.**

The general secretary shall publish the audited financial statements and accompanying notes and supplemental schedules (if any), as well as an annual report no later

than 31 December after the fiscal year end. The general secretary report shall also report, by individual office, ~~clearly show~~ all expenses reimbursed to, and all payments made on behalf of, the president, office of the president, president-elect, president-nominee, and each director. ~~The report shall contain the expenditures of the board, the annual convention, and each major division of the administration and the operations of the secretariat, and be accompanied by a statement comparing each of these items with the budget adopted in accordance with subsection 18.050.1, or, if revised, in accordance with subsection 18.050.2. The report shall contain full details of any expenditure varying from the approved budget by over 10 percent in each category. The report shall be distributed to each current and past RI officer and available to any club or Rotaract club upon request. The general secretary shall send the report for the year before a council on legislation to all council members at least 30 days before the council convenes.~~

*and in article 22 (page ## MOP)*

#### Article 22 The Rotary Foundation

##### **22.040. Report of Trustees.**

The trustees shall report to RI at least annually on TRF's programs and finances. The annual report general secretary shall also report, by individual office, ~~clearly show~~ all expenses reimbursed to, and all payments made on behalf of, each trustee.

(End of Text)

#### **PURPOSE AND EFFECT**

The purpose of this proposed legislation is to maintain the authority, composition, and independence of the audit committee within the bylaws, recognizing Proposed Enactment 22-\_\_\_\_ "To amend the provisions regarding standing committees" could remove such provisions from the bylaws. The proposal would relocate language relating to the audit committee to correspond with the Fiscal Matters section in the bylaws and would amend language regarding the 'audited annual report' to conform with current practices regarding items reported in audited financial statements in accordance with generally accepted accounting principles as compared to the items reported in the overall organizations 'annual report'.

## INDEX

All references are to decision numbers unless otherwise noted

### -A-

Administrative services agreement, 194, (App. G\*)  
Appointment of member to the 2020-21 nominating committee for president from Zones 6 and 12, 153 (App. A-3)  
April 2020 meeting, minutes of, 152  
Area of focus, environment, 159  
Audit committee report, 199, (App. H)

### -B-

Board policy on consideration of election review committee report, 173  
Budget, operating, 195

### -C-

Club(s)  
admission of, 154, (App. B-1)  
change in locality, 154, (App. B-4)  
change in name, 154, (App. B-3)  
incorporation of, 154, (App. B-5)  
merger of, 154, (App. B-6)  
Committee report,  
audit, 199, (App. H)  
communications, 192  
constitution and bylaws, 162, (App. C)  
districting, 191  
election review, 171-172  
investment, 198  
joint partnerships, 165  
membership, 190, (App. F)  
operations review, 170  
RI-USAID steering, 182  
shaping Rotary's future, 166-167  
strategic planning, 168  
Communications committee report, 192  
Communications from the Trustees, 158-160  
Constitution and bylaws committee report, 162, (App. C)  
Contingency plans, 2021  
international assembly, 179  
Conveners and sites for director nominating committee, designation of, 163  
Convention (s)  
bid analysis, 2026, 177  
Honolulu bid for future RI convention, 178  
COVID-19 grants, support of, 201

### -D-

Decision(s)  
by communication, 155  
made by the general secretary, ratification of, 154, (App. B)  
made by the president, ratification of, 153, (App. A)  
Director nominating committees, designation of conveners and sites, 163  
District 3282 election complaint, 171  
District 1420 (Estonia and Finland) dispute with Eesti Rotary klubid, 188  
District governor selection pilots, 189  
District(s)  
ballot by mail for selection of COL representative and alternate, 154, (App. B-2)  
boundaries, modification of districts, 4640 and 4710, 154 (App. B-7)  
boundaries, modification of districts, 1890 and 1940, 154 (App. B-8)  
vacancy in the office of governor-elect, district, 3053, 153, (App. A-2)  
waiver of qualifications for governor-nominee, districts 1842, 1880, 1950, and 2360, 153, (App. A-1)  
Districting committee report, 191  
Diversity, equity, and inclusion efforts, strengthening, 175  
Duties of a director, streamlining, 169

### -E-

Eesti Rotary klubid, dispute with, 188  
Election periods, 164  
Election review committee report, 171-172  
Election review committee report, Board policy on consideration of, 173  
Environment, area of focus, 159

### -F-

Fellowships, Rotary, recognition of new, 154, (App. B-13)  
Five-year forecast, 196

Fundraising with alcohol, Rotary clubs and districts, 185, (App. E)

### -G-

General secretary's report, 156  
General secretary  
ratification of decisions made by the, 154, (App. B)  
GETS cancellations, reimbursements due to COVID-19-related, 181  
Grants, support of COVID-19, 201

### -H-

Honolulu bid for future RI convention, 178  
Humanity foundation, Rotary India, 160

### -I-

International assembly  
2021 contingency plans, 179  
Investment committee report, 198  
Invoices in local currency, Rotary club, 200

### -J-

Joint committee on partnerships report, 165

### -M-

Membership  
resignation of in RI, 154, (App. B-10)  
termination of in RI-disbanded, 154, (App. B-11)  
termination of in RI-failure to function, 154, (App. B-12)  
Membership committee report, 190, (App. F)  
Minutes of the April 2020 board meeting, 152

### -N-

Nominating committee for RI president procedures, 167, (App. D)  
appointment of member, 153, (App. A-3)

### -O-

Operating budget, 195  
Operations review committee report, 170

**-P-**

Pandemic response task force report, 174  
Partnerships, joint committee on, report, 165  
Petition to the board, 161  
Pilot(s),  
    district governor selection, 189  
    status update, Russian pilot district, 186  
    vocational assistance program 184  
PolioPlus communications funding request, 183  
President, procedures for nominating committee for, 167, (App. D)  
President  
    ratification of decisions made by the, 153, (App. A)  
Programs, Rotary recommended, 176

**-R-**

Ratification of decisions made by the president, 153, (App. A)  
Ratification of decisions made by the general secretary, 154, (App. B)  
Recognition of new Rotary fellowships, 154, (App. B-13)  
Reimbursements due to COVID-19-related GETS cancellations, 181  
Report  
    of the general secretary, 156  
    of the treasurer, 157  
RI-USAID steering committee report, 182  
Rose parade RI float, 193  
Rotaract multidistrict information organization request to form, 154, (App. B-15)  
Rotary action group, change in name of, 154 (App. B-14)  
Rotary club invoices in local currency, 200  
Rotary clubs and districts  
    fundraising with alcohol, 185, (App. E)  
Rotary Foundation unrestricted programs budget, 2020-21, 197  
Rotary India humanity foundation, 160  
Rotary recommended programs, 176  
Russian pilot district status update, 186

**-S-**

Shaping Rotary's future committee report, 166-167  
Strategic planning committee report, 168  
Streamlining the duties of a director, 169  
Strengthening diversity, equity, and inclusion efforts, 175  
Suspension of services in RI, 154, (App. B-9)

**-T-**

Task force, Pandemic response, 174  
Training in 2020–21, 187  
Treasurer's report, 157  
Trustees, communications from the, 158

**-V-**

Vocational assistance program pilot, 184

**-Y-**

Youth exchange multidistrict, request to withdraw from then join, District 6380, 154, (App. B-16)  
Youth exchange program risk assessment, 2020-21, 180

**-Z-**

Zone 7 director election, 172

*\* Filed only with the official copy of these minutes.*