



MINUTES
of the
JUNE 2021
ROTARY INTERNATIONAL
BOARD OF DIRECTORS MEETINGS

GENERAL OFFICERS

2020-21

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(Rotary Club of Herzogtum Lauenburg-Mölln)

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(Rotary Club of Anaheim)

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Chang-Gon Yim

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(Rotary Club of Daegu West)

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

MINUTES

of the

JUNE 2021 MEETING

Rotary International Board of Directors

The Rotary International Board of Directors met virtually on 10–11 June 2021.

Present were: President Holger Knaack, President-elect Shekhar Mehta, Vice President Johrita Solari, Treasurer Bharat S. Pandya, Executive Committee Chair Stephanie A. Urchick, other directors, Tony Black, Mario César de Camargo, Virpi Honkala, Susan Howe, Jan Lucas Ket, Aikaterini Kotsali-Papadimitriou, Peter Kyle, Floyd A. Lancia, Roger Lhors, Shi-Tien Liu, Kamal Sanghvi, Katsuhiko Tatsuno, Valarie Wafer, Chang-Gon Yim, and General Secretary John Hewko. Trustee Chair K. R. Ravindran attended as an observer and Trustee Brenda M. Cressey attended as Trustee liaison to the Board. Elvis Chukwu attended as representative to the Young Past District Governors Committee and Elyse (Yi Chun) Yin attended as Rotaract representative.

Andrew McDonald served as secretary of the meeting with assistance from Matt Hohmann. Other staff present were David Alexander, Jim Barnes, Michele Berg, Julie Burke, Paul Haisman, Brian King, Laurie McCarthy, Steve Routburg, Eric Schmelling, Tom Thorfinnson, and Nora Zei. Nobuko Andrews, Alain Drouot, and Eiko Terao served as staff interpreters.

At the president's invitation, also attending were President-nominee Jennifer Jones, Directors-elect Jessie Harman, Won-Pyo Kim, Urs Klemm, Mahesh Kotbagi, Vicki Puliz, Nicki Scott, Julio Silva-Santisteban Ojeda, Elizabeth Usovicz, and Ananthanarayanan Venkatesh, and Directors-nominee Drew Kessler, Jeremy Hurst, Muhammad Faiz Kidwai, Ezio Lanteri Lena Mjerskaug, Patricia Merryweather-Arges, Patrick Chisanga, and Yoshio Sato.

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 analyses. Those items, along with others initiated during this meeting, constituted the agenda of the meeting as reflected in the remainder of these minutes.

171. Approval of the March and April 2021 Meeting Minutes

Statement: The general secretary distributed the March and April 2021 Board meeting minutes to each director.

DECISION: The Board approves the March and April 2021 Board meeting minutes as distributed.

172. Ratification of Decisions Made by the President

Statement: As authorized by the Board, the RI president takes decisions on the Board's behalf between Board meetings for those matters requiring immediate attention.

DECISION: The Board ratifies the decisions shown in Appendix A made on the Board's behalf by President Knaack during the period 27 March 2021 through 14 May 2021.

173. Ratification of Decisions Made by the General Secretary

Statement: As authorized by the Board, the general secretary takes decision on the Board's behalf in the time between Board meetings for those matters requiring immediate attention.

DECISION: The Board ratifies the decisions shown in Appendix B made on the Board's behalf by the general secretary during the period 27 March through 14 May 2021.

174. General Secretary's Report to the Board and to the RI Virtual Convention

Statement: The general secretary reported on the work at the Secretariat since the Board's April 2021 meeting. In accordance with the RI Bylaws, he also presented his report to the 2021 RI (Virtual) Convention.

* * * * *

DECISION: The Board

1. receives the general secretary's report on the activities at the Secretariat since the April 2021 Board meeting;
2. approves the general secretary's convention report for submission to the 2021 RI (Virtual) Convention.

175. Treasurer's Report

Statement: Rotary Code of Policies section 29.040.2. requires the treasurer to report to the Board on the status of RI finances at least once a quarter.

DECISION: The Board thanks Treasurer Pandya for his report and expresses its sincere appreciation for his service as RI treasurer.

176. Communications from the Trustees

Statement: Trustees Liaison Brenda Cressey reported on several decisions of interest to the Board that the Trustees took at their April and May 2021 meetings. In their continued effort to address issues concerning Rotarian-led entities with operations potentially in conflict with The Rotary Foundation, the Trustees requested the Board to consider several amendments to the Rotary Code of Policies regarding multidistrict activities, projects, and organizations and further presented a list of entities that are operating not in compliance with these guidelines for the Board to review.

DECISION: The Board

1. notes the following decisions from the 27–28 April 2021 Trustees meeting:
 98. Joint Committee on Partnerships Report
 102. Travel Savings
 109. Rotaract Committee Report
 112. Regional Leader Teams
 118. 2021–22 Rotary Foundation Budget: Contributions, Other Income, Net Investment Return and Program Awards
 121. Investment Policy and Practices
2. notes the following decision from the 18 May 2021 Trustees meeting:
 125. Rotarian-led Entities with Operations Potentially in Conflict with The Rotary Foundation

127. Grant Travel COVID-19 Restrictions
128. Use of Rotary Masterbrand Signature for Programs of Scale Awardee(s)
129. 25 Percent Travel Cost Reductions

3. requests the general secretary to comprehensively review Rotary Code of Policies section 21.010. regarding the guidelines for multidistrict activities, projects, and organizations and present recommendations at the April 2022 Board meeting considering the following suggestions:

- a. ensure these entities publish transparent and full financial information and governance structures;
- b. fully disclose the hiring of all staff and remuneration details;
- c. fully disclose the use of subcontractors;
- d. eliminate per capita fees;
- e. comply with RI brand standards;
- f. limit training of club and district leaders by these entities;
- g. consider requiring royalty fees to RI for use of the “Rotary” trademark or other trademarks in asking for their donations, such agreement to follow RI's standard licensing terms and/or to consider requiring these entities to make an annual mandatory donation from a percentage of their fund-raising total to The Rotary Foundation;
- h. limit approval to five years before renewal reconsideration by the RI Board and further dependent upon the entities' full conformity with these points above;

4. requests the general secretary to follow-through with those entities as reported at this meeting that operate contrary to Rotary Code of Policies section 21.010., regarding the guidelines for multidistrict activities, projects and organizations.

177. Updates to the Rotary Code of Policies

Statement: Board policy requires the general secretary, at the conclusion of each Board meeting, to review the decisions taken at that meeting and to prepare a report listing the decisions that might be added to the Rotary Code of Policies. The general secretary provided suggested amendments to the Code based upon Board decisions taken at the January, March, April, and May 2021 Board meetings. The general secretary further recommended amendments to the Code to reflect current practices, language, and other factors.

Rotary Code of Policies section 49.060. states that any section or subsection of the Code that is more than 30 years old and has not been subsequently amended, shall be automatically rescinded effective 1 July of the applicable year unless formally retained by Board action. The Board reviewed Code sections adopted during 1991 at this meeting.

DECISION: The Board

1. to record the decisions taken at its January, March, April, and May 2021 meetings, and previously, amends the Rotary Code of Policies as shown in Appendix C, filed only with the official copy of the minutes;
2. agrees to retain the sections of the Rotary Code of Policies adopted before 1991 as currently written, as found in Appendix C, filed only with the official copy of the minutes.

178. Amendments to the Rotary Code of Policies Regarding President's Representatives

Statement: In decision 155, April 2021, the Board agreed to implement enhancements to the district conference president's representative program, including enhancing minimum representative requirements, increasing representative training, improving program evaluation methods, and incorporating regular program reviews, and further requested the general secretary to prepare amendments to this effect to the Rotary Code of Policies for the Board's review.

DECISION: The Board amends Rotary Code of Policies sections 20.020. and 20.030. regarding the district conference program and the president's representative at the district conference, as shown in Appendix D.

179. Designation of Conveners and Sites for 2021–22 Director Nominating Committees

Statement: During 2020–21, Zones 4, 6, 10C, 12, 15, 24B, 26, and 30 selected nominating committees that will meet in September and October 2021. 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.

DECISION: The Board

1. designates the following conveners for the nominating committees for RI director to meet in 2021–22:

Zone 4

Convener: Surinder Pal Singh Grover
Date: 2 October 2021
City: Chandigarh, India

Zone 6

Convener: Gajendra Singh Dhama
Date: 2 October 2021
City: Kolkata, India

Zone 10C

Convener: Siti Subaidah Adil
Date: 15 September – 15 October 2021
City: Kuala Lumpur, Malaysia

Zone 12

Convener: Chul Park
Date: 1 October 2021
City: Changwon, Korea

Zone 15

Convener: Franz Rainer Enste
Date: 24 September 2021
City: Hanover, Germany

Zone 24B

Convener: Antônio Elias Nahas
Date: 18 September 2021
City: Belo Horizonte, Brazil

Zone 26

Convener: Michael Drake
Date: 18 September 2021
City: Los Angeles, CA, USA

Zone 30

Convener: Craig Maxey
Date: 4 October 2021
City: Chattanooga, TN, USA

2. authorizes conveners to conduct all or a portion of the meeting virtually and reaffirms its policy that no in-person Rotary meeting or event shall be mandatory for any participant who may feel uncomfortable attending because of the COVID-19 pandemic;
3. authorizes the 2021–22 president, in consultation with the immediate past director from that zone, to fill any convener vacancy;
4. authorizes the general secretary, for good reason and in consultation with the director from the zone, to change any of the meeting places and dates listed above, if so requested by the convener;

5. encourages conveners to schedule their committee meetings at the time most convenient for the majority of committee members.

180. Election Review Committee Report

Statement: The Election Review Committee reviewed two election complaints received by the general secretary since the Board's April meeting and made its recommendations to the Board regarding these complaints.

DECISION: The Board

1. receives the complaint of the Rotary Club of Alto Fermano-Sibillini, Italy, concerning the second election of the 2022–23 governor of District 2090, as directed by the Board in its decision 63, November/December 2020, and based on the findings and recommendation of the Election Review Committee:
 - a. finds that the allegations raised in the complaint about the balloting procedures and ballot count are without merit and that the governor conducted the election in accordance with Rotary's policies and procedures;
 - b. dismisses the complaint and confirms the selection of Paolo Giorgio Signore as the 2022–23 governor of District 2090;
 - c. thanks past RI Director Francesco Arezzo and the RI Europe/Africa office staff for their assistance to the governor during the electoral process;
2. receives the complaint of the Rotary Club of Delhi, India concerning the election of the 2023–24 governor of District 3011 and based on the findings and recommendation of the Election Review Committee:
 - a. finds that the complaint had a sufficient number of concurrences from clubs in the district;
 - b. finds that there is evidence that some parties engaged in activities that compromised club e-voting credentials;
 - c. upholds the complaint, sets aside the election of Rotarian Ajeet Jalan, and directs a special representative appointed by the RI director from the zone to conduct a new ballot as quickly as is

practical to elect the 2023–24 governor with all candidates eligible to run;

- d. cautions the governor, all candidates, and Rotarians in the district about engaging in activities that would call into question the integrity of the e-voting process;
 - e. notes that this is the second election complaint from this district in 2020–21 that the Board has upheld and calls the district leadership's attention to RI Bylaws section 13.030.3. regarding possible Board action when there are repeated election complaints from a district;
3. thanks the Election Review Committee for its work in reviewing complaints and providing its recommendations to the Board this year.

181. Strategic Planning Committee Report

Statement: The Strategic Planning Committee met virtually on 5–6 April 2021 to discuss strategic initiatives on change management, expanding organizational emphasis from membership to engagement, and on developing a framework for evaluating RI programs and offerings to ensure all are strategically aligned. The committee further discussed the three-year implementation plan for transitioning to the new Rotary committee structure, action plan communications, the impact COVID-19 has had on customer satisfaction surveys, and updates on Rotary's DEI efforts and the Shaping Rotary's Future Committee's work, among other topics.

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

182. Constitution and Bylaws Committee Report

Statement: The Constitution and Bylaws Committee met virtually on 30 April 2021 to review proposed legislation for the 2022 Council on Legislation to determine if the legislation is duly proposed or defective. The committee further suggested that the Board amend its policy to change the deadline regarding the submission of statements of support or opposition to proposed legislation.

DECISION: The Board

1. agrees that the following files containing proposed legislation for the 2022 Council on Legislation are not defective at this time:

File 017: To amend limitations on membership
 File 019: To amend the composition of the board of Trustees of The Rotary Foundation
 File 026: To amend the purposes of a club
 File 032: To amend why clubs may cancel regular meetings
 File 033: To amend the time period for making up an absence and to remove exceptions to attendance provisions
 File 038: To amend the provisions for planning a district conference
 File 043: To amend the provisions for nominating a candidate for president
 File 059: To allow Rotaract clubs to propose legislation and resolutions, and to permit Rotaract members to serve as voting delegates
 File 063: To provide for the administration of clubs in a pilot project
 File 079: To remove the prohibition on dual membership
 File 080: To allow active members to sponsor prospective members in any club
 File 082: To remove the admission fee from the RI Bylaws
 File 088: To add professional development to the second Avenue of Service and to recommended club committees
 File 091: To make the Rotary magazine subscription voluntary
 Compromise C: To provide for electronic copies of the magazine

2. agrees that the following files containing proposed legislation for the 2022 Council on Legislation are defective at this time:

File 060: To provide for senior clubs
 File 122: To amend the provisions for adopting urgent enactments at a Council on Resolutions
 File 134: To amend club reports and per capita dues
 File 146: To create a new membership type: Mentoract

3. agrees that the following files containing proposed legislation for the 2022 Council on Legislation are not duly proposed: NDP03, NDP04, NDP05, NDP06, and NDP07 and further notes that files NDP01 and NDP02 were duly proposed but in the form of a resolution and as such will be submitted to the 2021 Council on Resolutions;

4. agrees that legislation that is not duly proposed, defective, or not within the framework of the program of RI shall not be transmitted to the 2022 Council on Legislation;
5. amends the Rotary Code of Policies regarding statements of support and opposition of legislation as follows:

59.020.9. Statements of Support and Opposition

A club, a district conference, the general council or the conference of RIBI, the Council on Legislation or the Board may provide a statement commenting on any enactment or position statement proposed to a Council on Legislation. Such statements, which may be in support of, in opposition to or as a comment on proposed legislation, must be limited to 500 words. Such statements, if submitted to the general secretary no later than ~~two~~ three months prior to the opening of the next Council on Legislation, shall be transmitted by the general secretary to all members of that Council. Where statements of support or opposition are substantially similar, the general secretary shall only transmit to Council members the first received.

183. Regional Leader Teams

Statement: In decision 112, April 2021, the Board agreed to conduct a five-year zone pilot in Zones 26 and 27 (Regions 33 and 34) to replace the current regional leader teams model with a new regional resource model and further requested the Trustees to make a corresponding change with the Foundation regional leader teams. The Trustees suggested that this model first be reviewed by the Shaping Rotary's Future Committee before adoption.

DECISION: The Board amends its decision 161, April 2021 as follows:

112. Regional Leader Teams

1. agrees in concept to ~~conduct~~ a five-year zone pilot project to replace the regional leader teams that support Zones 26 and 27 (Regions 33 and 34) with a regional resource model, as outlined in Appendix K, filed only with the official copy of these minutes;
2. requests the ~~general secretary~~ Shaping Rotary's Future Committee ~~to work with the director of these zones during 2021-22 to discuss to review the details of the pilot (budget, training, communications, pilot goals, and measures of success, etc.)~~ and to recom-

~~mend at the October 2021 Board and Trustees meetings whether or not to proceed with the pilot, and determine what will be provided from the zones and what resources from RI would be necessary to run the zone pilot;~~

- ~~3. requests the TRF Trustees to agree to conduct this same zone pilot as noted in point 1 above, to replace the regional leader roles of RRFC, E/MGA, and EPNC with a new regional resource model, at its next meeting;~~

184. Diversity, Equity, and Inclusion (DEI) Task Force Report

Statement: In decision 9, July 2020, the Board established a task force to draft an ongoing diversity, equity, and inclusion action plan. In decision 60, March 2021, the Board agreed to provide diversity, equity, and inclusion training for incoming, current, and past RI officers and to create a comprehensive DEI policy, including a code of conduct and protocols for when that code is not adhered to. The task force met regularly virtually and focused its efforts on four topics: external partner liaisons to facilitate engagement with a DEI consultant; RI policy documents review to evaluate where DEI efforts can be strengthened through simple policy changes; the status of existing DEI culture within Rotary clubs, districts, regions, and organization leadership; and the development of regionally appropriate DEI learning resources. The committee made several recommendations to the Board.

***DECISION:* The Board**

1. thanks the DEI Task Force for their report;
2. notes the DEI Task Force's short-term and long-term goals, as shown in Appendix E, filed only with the official copy of these minutes;
3. notes that the DEI Task Force will use the findings from the PwC research to develop a DEI action plan, for report at the October 2021 Board meeting;
4. adopts Our Commitment to Diversity, Equity and Inclusion, as shown in Appendix F, to replace the current Diversity, Equity and Inclusion statement;
5. adopts a code of conduct, as shown in Appendix G;
6. recommends districts appoint an optional Diversity, Equity, and Inclusion District Committee, with terms of reference as shown in Appendix H;

7. approves the DEI training plan and approves a 2021–22 budget variance of up to US\$20,000 for this purpose;

8. requests the trustees to provide diversity, equity, and inclusion training for incoming, current, and past Foundation officers.

185. Nominating Committee for RI President Procedures

Statement: In decision 167, June 2020, the Board amended its policy regarding the Nominating Committee for RI President 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. The Board further requested the general secretary to retain an outside consultant to review the current procedures used by the Nominating Committee and provide guidance on best practices in selecting and interviewing presidential candidates. The Executive Committee reviewed the consultant's report and made several recommendations regarding composition and eligibility requirements for Nominating Committee membership, the election and role of committee chair, committee training and preparation requirements, candidate interview procedures, and post-meeting evaluation opportunities, among other changes.

***DECISION:* The Board**

1. requests the Constitution and Bylaws Committee to draft legislation for possible submission to a future Council on Legislation that would amend the qualifications for members of the Nominating Committee for RI President to provide that:
 - a. a past Foundation trustee who has not served as a past RI director is eligible to serve as a member of the committee;
 - b. all committee members shall have served as a past director or trustee within the past ten years;
 - c. no member can serve more than three times;
 - d. an otherwise ineligible past director or, if there are no eligible past directors, a past governor, shall continue to be eligible for election if there are no other candidates in the zone;

2. agrees that the chair and secretary shall be elected by the committee in advance of its meeting and amend Rotary Code of Policies section 27.010.2. regarding the procedures for the functioning of the Nominating Committee for President, as follows:
 - ~~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.~~
 - ~~9.8. The election of the chair and secretary shall be by electronic ballot conducted under the direction of the general secretary in advance of the meeting. The general secretary who shall prepare and distribute a single transferable ballot listing each member of the nominating committee who has indicated a willingness to serve as chair or secretary. Each member of the committee shall be asked to cast one vote for the chair and one vote for the secretary. The general secretary, or a member of his or her 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.~~
3. agrees that members of the Nominating Committee for RI President will be required to participate in virtual training before the committee convenes;
4. agrees that the Nominating Committee members will receive an objective evaluation tool for use while considering candidates during the meeting;
5. requests the general secretary, with input from the president, president-elect, and president-nominee, to develop the following training courses and materials:
 - a. virtual training that addresses the role of the committee and its members;
 - b. the objective evaluation tool referenced in paragraph 4;
 - c. a "RI President Competencies Matrix" that identifies skills aligned with the position and complements the "RI President Job Description and Qualifications";
 - d. a selection of approximately 20 possible interview questions for RI president candidates tied to the "RI President Competencies Matrix";
6. requests the general secretary and Operations Review Committee to review the documents referred to in paragraph 5 every three years to ensure they remain up to date;
7. agrees that
 - a. the nominating committee should select the questions to ask each of the final six candidates with at least one question selected from each of the categories in the "RI President Competencies Matrix" referenced in paragraph 5.c.;
 - b. the nominating committee may select questions from this confidential selection or adapt questions or add new questions provided they align with the competencies;
8. amends paragraph 15 of Rotary Code of Policies section 27.010.2. regarding the procedures for the functioning of the Nominating Committee for President, as follows:
 15. The committee shall conduct interviews of no more than ~~60~~ 45 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 and up to five minutes for closing remarks. The committee may use its discretion to adjust any of these times to allow for a candidate's interpretation needs. The finalists shall be interviewed in alphabetical order. The same members of the nominating committee shall ask the same questions in each interview, and no follow-up questions shall be allowed. 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.
9. following the nominating committee meeting each year, requests the general secretary to distribute an evaluation survey to committee members and the final six candidates to ensure the professionalism and integrity of the process, and report the results to the RI Executive Committee;

10. requests the general secretary to ensure that the amendments to the nominating committee's procedures outlined in this decision are implemented as soon as is practical.

186. New Rotary Action Group Proposal

Statement: The Programs Committee reviewed the proposal for the formation of a new Rotary Action Group and noted that while group's goals and stated purpose were commendable, the group did not meet the Board's criteria for recognition as a Rotary Action Group.

DECISION: The Board

1. denies recognition of the proposed Rotary Action Group for Public Diplomacy and encourages the group leaders and members to join an existing—or form a new—Intercountry Committee;
2. encourages clubs to foster the first and fourth Object of Rotary through twin club relationships, particularly in regions where the political landscape may impede the creation of national or district-level relationships;
3. encourages the Rotary Action Group for Peace to bring more focus on Rotarian-to-Rotarian contacts through educational, cultural, and youth joint projects and activities in pursuit of goodwill and better understanding.

187. Use of Rotary Masterbrand Signature for Programs of Scale Awardee(s)

Statement: In their decision 128, May 2021, the Rotary Foundation Trustees agreed in concept to Programs of Scale awardees using the Rotary masterbrand signature for Programs of Scale projects and requested the Board to amend its policy to permit this use. The general secretary noted that to minimize legal risk to RI any groups participating in or providing goods and services to a Programs of Scale awardee should maintain the appropriate insurance.

DECISION: The Board

1. to allow for the use of the Rotary Marks in the promotion of the Programs of Scale, amends the Rotary Code of Policies to add a new section regarding the use of the “Rotary” trademark, Masterbrand signature, simplified signature, or Mark of Excellence by Programs of Scale awardees, as shown in Appendix I;

2. encourages those Rotary clubs, district organizations, and other partner organizations participating in or providing goods and services to a Programs of Scale award to maintain insurance.

188. Leadership Development and Training Committee Report

Statement: In decision 101, January 2021, the Board requested the Leadership Development and Training Committee to consider the value of developing comprehensive, web-based, multimedia training for a broad range of virtual and virtual/in-person meeting types. Upon review of currently available training (including best practices for virtual training, a “Conducting Training Online” course, a hybrid meetings course, and meetings-specific documents) and further considering training that is currently in development, the committee did not recommend any additional training be developed at this time.

In decision 110, January 2021 the Board requested the Leadership Development and Training Committee to evaluate 2020–21 training events to develop a plan for optimizing the successful outcomes of learning and training at these events for a virtual environment. The committee provided an interim report defining “blended” and “hybrid” learning and reviewed best practices and lessons learned from online training events in 2020–21.

DECISION: The Board thanks the Leadership Development and Training Committee for its report on web-based multimedia training and for its interim report on the 2020–21 training events evaluation.

189. Report on Non Club-Based Participant Model

Statement: The non-club-based participant model is an effort to support Rotary's strategic priorities and offer a different path to membership and engagement with Rotary International. The goals of this model are: 1) to expand our reach by reducing barriers to connecting with Rotary, 2) to increase our awareness and engagement among new and diverse participants, 3) increase our impact by offering engaging service opportunities, and 4) to test the new model as a bridge between new audiences and local clubs. The general secretary reported that with the establishment of the new online platform Connect, users in certain test markets can access engaging content and discussion groups, find opportunities to volunteer for projects that match their interests, and get matched to a certified mentor with expertise in a particular field. In decision 167, April 2019, the Board requested the general secretary to conduct this test model through 2021–22.

DECISION: The Board receives the general secretary's update on the non-club-based participant model.

190. Membership Society

Statement: In decision 159, April 2021, the Board adopted a new membership development recognition program called Membership Society, which, as an initial concept, will recognize those members who have brought in the highest number of sponsored new members to Rotary, and further requested the general secretary to develop eligibility criteria and a program evaluation plan. Under a four-tier system, any active or former Rotarian who as sponsored at least 25 new members may be recognized. The Membership Committee will evaluate the impact and value of the new program based on the number of new members reported with sponsors, the number of those earning the recognition, and the total page views for the virtual gallery.

DECISION: The Board adopts the eligibility criteria for the Membership Society for New Member Sponsors, as follows:

43.030.1. Membership Society for New Member Sponsors

The Membership Society for New Member Sponsors recognizes those dedicated members who have demonstrated an extraordinary commitment in expanding Rotary's reach.

Eligibility

Any active or former Rotarian who has sponsored 25 or more members into Rotary may be recognized in the Membership Society for New Member Sponsors. Charter members of new clubs do not count towards a members' cumulative sponsor activity and no member may have more than two sponsors assigned to them.

Recognition Levels

Bronze Level: Sponsored 25-29 members

Silver Level: Sponsored 30-49 members

Gold Level: Sponsored 50-74 members

Platinum Level: Sponsored 75+ members

191. 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 on the high administrative expense in the district that is paid for from district revenue and further reported on the low subscription level to the regional Rotary magazine. Co-Chair Rohrs indicated she would be

stepping down from her District 2223 oversight responsibilities, and President Knaack asked Past Director Manoj Desai to serve in this role in her place.

DECISION: The Board

1. thanks Russian Pilot Co-Chairs Mikael Ahlberg and Dean Rohrs for their time and efforts in working with the leadership in District 2223;
2. welcomes new Co-Chair Manoj Desai, replacing Dean Rohrs on 1 June 2021;
3. notes with concern that almost one quarter of the district dues are used to pay for an administrative position and reconfirms its request for the governor, governor-elect, governor-nominee, and the district's board to strategize and implement low to no-cost alternatives for handling such administrative responsibilities;
4. rescinds the free subscription provided to Rotarians in District 2223 to the Rotary regional magazine in Russia as of 30 June 2021;
5. to strengthen the pilot district further, requests that the current and future district governors increase their collaboration, communication, and planning with the Pilot District Co-Chairs Ahlberg and Desai.

192. Districting Committee Report

Statement: The District Committee met virtually to review redistricting efforts in Australia, New Zealand, and the Pacific Islands and three merger opportunities, among other pending districting matters.

DECISION: The Board

1. acknowledging local district consolidation efforts, agrees to merge Districts 9455 and 9465 (Australia), effective 1 July 2023 (new district number to be determined);
2. agrees to merge Districts 9810 and 9820 (Australia), effective 1 July 2024 (new district number to be determined), if District 9810 does not reach 1,100 members by 1 July 2022, and requests the districts to submit a consolidation plan to the Districting Committee by 1 December 2021;
3. requests Districts 9910, 9920, 9930, and 9940 (American Samoa, Cook Islands, Fiji, French Polynesia, Kiribati, New Caledonia, New Zealand,

Norfolk Island, Tonga, Samoa, and Vanuatu) to develop a consolidation plan for submission to the Districting Committee by 1 July 2022 for implementation effective 1 July 2025 and further grants a redistricting exception to these districts during this time;

4. requests Director-elect Harman to facilitate these redistricting discussions in point 3 above, effective 1 July 2021.

193. Update to Membership Padding Pilot

Statement: In decision 189, June 2020, the Board adopted a governor selection pilot to reduce membership padding concerns for all districts in Bangladesh, Bhutan, India, Maldives, Nepal, Pakistan, Philippines, and Sri Lanka for a three-year period beginning 1 July 2020. Directors Pandya and Sanghvi suggested a minor amendment to the pilot to increase its effectiveness.

DECISION: The Board

1. amends the Rotary Code of Policies regarding the governor selection pilot as follows:

2.130.5. Governor Selection Pilot

The RI Board has established a governor selection pilot 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, or from January to June of the year prior to the year in which the selection takes place, will be ineligible to participate in any aspect of the selection process;

[text omitted]

2. requests the general secretary to inform the governors of the participating districts of the Board's decision.

194. Past Governor Status

Statement: The Rotary Code of Policies provides that only governors who have served a full term may be considered a past RI officer and therefore eligible to serve in other roles for which serving as Rotary governor is a prerequisite. Board approval is required for a district governor who has not completed a full term to retain past governor status. To streamline the approval process and simplify administrative matters, the general secretary

recommended the Board grant authority to the president to act on the Board's behalf in such situations.

DECISION: The Board amends the Rotary Code of Policies regarding past district governor status as follows:

27.040.15. Past District Governor Status

The president is authorized to act on behalf of the Board to determine when an individual serving less than a full term as governor may be considered a past governor and qualified to hold higher office in RI under the provisions of the RI Bylaws and in accordance with Article 30.050. of the Rotary Code of Policies.

195. Clubs in Afghanistan

Statement: In 2016 the Board placed Afghani clubs into District 2430 (Turkey). Director Kotsali reported that due to several factors, these clubs are not receiving the necessary support to be successful and therefore suggested, after consultation with club leadership, that the clubs be placed in non-districted status.

DECISION: The Board

1. places the clubs in Afghanistan into non-districted status, effective 1 July 2021;
2. requests President-elect Mehta to appoint a special representative to provide ongoing support, guidance, and oversight to these clubs.

DECISIONS 196–199

Finance Committee Report

The Finance Committee met virtually on 4–6 May 2021.

196. Administrative Services Agreement

Statement: The Finance Committee reviewed the allocation methodology of expenses between Rotary International and The Rotary Foundation (the Administrative Services Agreement) and recommended amendments to this policy pertaining to shared expenses.

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. approves the updated schedules for 2021–22 Administrative Services Agreement (dated 1 July 2020) as shown in Appendix J, filed only with the official copy of these minutes.

197. 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 RI Finance Committee recommends that the Board adopt the following:

1. in accordance with RI Bylaws section 18.050.1. and by three quarters vote of all directors, approves the 2021–22 Rotary International operating budget as follows:

Dues:	\$80,833,000
Core Activities Revenue:	2,165,000
Net Investment Earnings:	2,211,000
Self-Funding Activities:	30,854,000
Total Revenue:	\$116,063,000
Core Activities Expense:	\$88,865,000
Self-Funding Activities:	31,027,000
Contribution to TRF:	212,000
Total Expense:	\$120,104,000
Decrease in Net Assets:	\$(4,041,000)
Funding from RI Reserve:	3,047,000
Funding from	
Convention Reserve:	1,600,000
Surplus Approved Funding	
Over Expenses:	\$606,000

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 \$3,047,000 from the RI reserve and \$1,600,000 from the convention reserve to provide:
 - i. \$347,000 for End of Polio public relations associated with decision 168, May 2014, decision 167, April 2016, and decision 183, June 2020;

- ii. Up to \$2,700,000 to fund the reduction in membership dues associated with the recent April 2021 decision on 2021–22 membership budget;

- iii. \$1,600,000 from the convention reserve for Houston with decision 42, September 2020 and the recent January 2021 decision;

3. adopts the 2021–22 RI capital expenditures budget of \$10,826,000;
4. authorizes the general secretary for good cause, to exceed the operating budget in any category by up to five percent. The operating budget in total can be exceeded by up to five percent with approval of the Executive Committee and provided that an explanation of such expenditure is presented to the Board at their next scheduled meeting.

198. Finance Committee Report: 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 2026.

DECISION: The Board

1. approves the five-year forecast assumptions for 2021–22 through 2025–26;
2. in accordance with RI Bylaws section 18.050.6. approves the annual RI reserve target for 2021–22 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;
3. in accordance with RI Bylaws section 18.060.1. agrees that the five-year financial forecast should be presented for discussion at each 2021–22 Rotary institute.

199. 2021–22 Rotary Foundation Unrestricted Programs Budget

Statement: At their April 2021 meeting, the Foundation Trustees adopted a budget for Foundation programs in 2021–22. 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 annually 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\$133,634,000 from unrestricted contributions for 2021–22 budget for program award expenditures;
2. agrees that the general secretary, for good cause and with the approval of the chairman of the trustees, may exceed any of the budget items (as detailed at this meeting) by up to five percent, provided that the general secretary submit an explanation to the Trustees at their next meeting.

* * * * *

200. Audit Committee Report

Statement: The Audit Committee met virtually on 2 June 2021 to discuss recently issued audits reports, management action plans related to past audits, and on-going information technology initiatives at Rotary regarding security and controls.

DECISION: The Board thanks the Audit Committee for its report.

* * * * *

2020–21 Budget Review

- Board-approved budget, 2020–21 (in US dollars)

Revenues:	123,483,000
Expenses:	120,694,000
Increase in net assets:	3,466,000
Funding from RI reserve:	913,000
Convention reserves:	1,000,000
Surplus Approved Funding	
Over Expenses:	US\$4,702,000

- Decisions taken at this meeting impacting current year:

<u>Revenue:</u>	<u>2020–21</u>
n/a	-

<u>Expenses:</u>	<u>2020–21</u>
n/a	-

- Decisions taken at this meeting impacting future years:

<u>Expenses:</u>	<u>2021–22</u>	<u>2022–23</u>	<u>2023–24</u>
Dec.184 DEI			
Task Force Rpt.	20,000	-	-

Adjournment

The foregoing is a true record of the proceedings at the June 2021 Rotary International Board of Directors meeting.

Holger Knaack
President

Andrew McDonald
Secretary of the Meeting

ATTEST:

John Hewko
General Secretary, RI

APPENDIX A

RATIFICATION OF DECISIONS MADE BY THE PRESIDENT (Decision 172)

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</u>	<u>Club</u>	<u>District</u>
Peter Zinck	Odense City, Denmark	1461
Noritake Sakai	Toyota, Aichi, Japan	2760
Anders Andersson	Eda-Eidskog, Norway	2305

APPENDIX B

RATIFICATION OF DECISIONS MADE BY THE GENERAL SECRETARY (Decision 173)

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 27 March 2021 through 14 May 2021.

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

Adhunik Khulna, Bangladesh
Bahawalpur South, Punjab, Pakistan
Chittagong Hillview, Bangladesh
E-Club Global Synergy, Sind, Pakistan
Faisalabad Hopes, Punjab, Pakistan
Feni, Bangladesh
Golden Dhaka, Bangladesh
Gujrat Shaheen, Pakistan
Jakarta Spirit, Indonesia
Karachi Connect, Sindh, Pakistan
Karachi Marina Bay, Sindh, Pakistan
Karachi Parwaz, Sindh, Pakistan
Karachi Royals, Sindh, Pakistan
Khulna Bright, Bangladesh
Khulna Heritage, Bangladesh
Lahore Gulberg, Punjab, Pakistan
Lahore Hajveri, Punjab, Pakistan
Mohenjo-Daro, Sindh, Pakistan
Okara Canal Bank, Punjab, Pakistan
Pashur Khulna, Bangladesh
Peninsula Narayanganj, Bangladesh
Seventy One Khulna, Bangladesh
South Breeze Khulna, Bangladesh
Tharparkar Paragon, Sindh, Pakistan

Zone 4

Alirajpur, Madhya Pradesh, India
Amritsar Fitness, Punjab, India
Bhabhar, Gujarat, India
Delhi Ashok Vihar, Delhi, India

Zone 4 (cont.)

Delhi Punjabi Bagh, Delhi, India
Ferozepur Royal, Punjab, India
Greater Noida, Uttar Pradesh, India
Jaipur Udaan, Rajasthan, India
Kushalgarh, Rajasthan, India
Mandi Gobindgarh Gold, Punjab, India
Navi Mumbai Valley Golfers, Maharashtra, India
Pali Star, Rajasthan, India
Petlad Round Town, Gujarat, India

Zone 5

Ayyampettai Delta, Tamil Nadu, India
Chennai Aristo, Tamil Nadu, India
Chennai Ayanavaram, Tamil Nadu, India
Chennai Choolai, Tamil Nadu, India
Chennai Crown, Tamil Nadu, India
Chennai Lake City, Tamil Nadu, India
Chennai Madipakkam, Tamil Nadu, India
Chennai Manapakkam, Tamil Nadu, India
Chennai Nandambakkam, Tamil Nadu, India
Chennai Otteri, Tamil Nadu, India
Chennai Pallikaranai, Tamil Nadu, India
Chennai Perambur, Tamil Nadu, India
Chennai Periamet, Tamil Nadu, India
Chennai Vepery, Tamil Nadu, India
Cochin Titans, Kerala, India
E-Club of Presidency Elite, Tamil Nadu, India
Kilvelur, Tamil Nadu, India
Orkkatteri Town, Kerala, India
Sivagangai Seemai, Tamil Nadu, India
Srivilliputtur Friends, Tamil Nadu, India
Tharamani, Tamil Nadu, India
Tiruchy Stars, Tamil Nadu, India
Tirunelveli Porunai, Tamil Nadu, India
Tirupur Pioneers, Tamil Nadu, India
Trichur Cultural City, Kerala, India
Verkilambi Shuttlers, Tamil Nadu, India
Virudhunagar Doctorates, Tamil Nadu, India

Zone 6

Bhubaneswar Eco, Odisha, India
Bilaspur Crown, Chhattisgarh, India
Darjeeling Himalayas, West Bengal, India
Greenland Kathmandu, Nepal
Jalgaon Elite, Maharashtra, India
Kolkata Benevolence, West Bengal, India
Passport Club of District 3262, Odisha, India

Zone 7

Bengaluru Harmony, Karnataka, India
Chandravana, Karnataka, India
Kolhapur Royals, Maharashtra, India
Mysore Stars, Karnataka, India

Zone 8

Currumbin Beach, Queensland, Australia

Zone 9

Gerege, Ulaanbaatar, Mongolia
Shanghai International, People's Republic of China
Taipei Chilai, Taiwan
Taipei Excellence, Taiwan

Zone 10

Central Baluarte Tacloban, Leyte, Philippines
Cagayan de Oro Health, Misamis Oriental, Philippines
East Misamis Oriental, Misamis Oriental, Philippines
Jaen, Nueva Ecija Philippines
Mayon, Albay, Philippines
Metro San Jose, Batangas, Philippines
Songkwae City, Phitsanulok, Thailand

Zone 11

Dongtan Wealthhonor, Gyeonggi, Korea, Republic of
Seoul Foresight, Seoul, Korea, Republic of
Seoul Global Tongil, Seoul, Korea, Republic of
Seoul Itaewon, Seoul, Korea, Republic of

Zone 12

Daegu Jonggak, Daegu, Korea, Republic of
Gongju Goma, Chungcheongnam, Korea, Republic of
Gwangyang Hwarang, Jeonranam, Korea, Republic of
Hadong Seomjinkang, Gyeongsangnam, Korea, Republic of
Iksan Mireuksan, Jeonrabug, Korea, Republic of
Jeju-Yongyeon, Jeju, Korea, Republic of
Jeongeub Jeonghyang, Jeonrabug, Korea, Republic of
Jeonju-Danbi, Jeonrabug, Korea, Republic of
Wanju, Jeonrabug, Korea, Republic of

Zone 13

Léognan La Brède Montesquieu, Gironde, France
Pays de Montreuil sur Mer, Pas de Calais, France
Troyes Cœur du Bouchon, Aube, France

Zone 14

Capo d'Orlando, Italy
Galileo Galilei D2060, Italy

Zone 15

Hamburg Maritime Motion, Germany

Zone 16

Hybrid - Distrikt 1950, Germany
Rotary E-Club Schwaben-Dreiländereck, Germany

Zone 18

Stargard, Poland

Zone 19

Melton Mowbray Enterprise, Leicestershire, England

Zone 20

Quinta do Conde, Portugal

Zone 21

Bucuresti Central, Romania
Bur Dubai, United Arab Emirates
Bursa Özlüce, Turkey
Gheorgheni, Romania
Kesan, Turkey
Santorini Oia, Greece
Tbilisi Old Town, Georgia

Zone 22

Abuja Aso-Golf, Fed. Cap. Territory, Nigeria
Ake Royal, Ogun State, Nigeria
Alexandria Wave, Egypt
Aluu New Dawn, Rivers State, Nigeria
Cairo Stars, Egypt
Cinkasse-Dapaong, Togo
E-Club of One, District 9125, Osun State, Nigeria
Ibadan-Pathfinder, Oyo State, Nigeria
Ikeja Golden, Lagos State, Nigeria
Isheri North, Lagos State, Nigeria
Iyana Iyesi, Ota, Ogun State, Nigeria
Kaduna Queens, Kaduna State, Nigeria
Laayoune (Western Sahara), Morocco
Lomé-Acacia, Togo
Nairobi Upper Hill, Kenya
New Lagos, Ikeja, Lagos State, Nigeria
Okota Metropolitan, Lagos State, Nigeria
Ouagadougou Excellence, Burkina Faso
Owerri Cosmopolitan, Imo State, Nigeria
Owutu-Isawo, Lagos State, Nigeria
Port Harcourt Mother and Child, Rivers State, Nigeria
Sagamu Royale, Ogun State, Nigeria
Wilberforce Island, Bayelsa State, Nigeria
Yopougon Phenix, Côte d'Ivoire

Zone 23

Barão de Cotegipe, Rio Grande do Sul, Brazil
Capinzal-Ouro, Santa Catarina, Brazil
Curitiba-Corporativo Sanepar, Paraná, Brazil

Zone 23 (cont.)

Curitiba-Inclusão Maria de Lourdes Barbalho Pimentel,
Paraná, Brazil
Obispo Santistevan Montero, Santa Cruz, Bolivia
Pilar Costanera Ñeembucú, Paraguay
Recreo, Valparaíso, Chile
Rotary E-club Oportunidades Distrito 4740, Santa
Catarina, Brazil

Zone 24

Aripuanã, Mato Grosso, Brazil
Brasília-Integração, Distrito Federal, Brazil
Caetité, Bahia, Brazil
Campos de Julio, Mato Grosso, Brazil
Juruena, Mato Grosso, Brazil
Nova Xavantina, Mato Grosso, Brazil
Reserva do Cabaçal-Cidade das Águas, Mato Grosso,
Brazil
Vale de São Domingos, Mato Grosso, Brazil

Zone 25

Celaya Puerta de Oro, Guanajuato, Mexico
Collin County, Texas, USA
El Campo Literacy Advocates, Texas, USA
Rotary E-Club of Universalidad Distrito 4370,
Venezuela
Tampico Diamante, Tamaulipas, Mexico
Texas Hill Country Passport, Texas, USA
Ya'ax Ché Mérida, Yucatán, Mexico

Zone 29

E-Club of Global Travelers, Minnesota, USA

Zone 30

Evansville @ Night, Indiana, USA

Zone 33

All Nations, North Carolina, USA

Zone 34

Camuy, Puerto Rico
Green Island Sunrise, Hanover, Jamaica
North Naples Sunset, Florida, USA
Tarpon Sunset, Florida, USA

2. Amendments to Standard Rotary Club Constitution – to Comply with Local Laws

Statement: Under the terms of the delegation of authority by the Board, the general secretary may approve amendments to club constitutions where necessary to comply with local laws.

DECISION: The Board, the general secretary acting on its behalf, approves amendments to the club constitutions of the following clubs to comply with local laws:

<u>District</u>	<u>Club Name</u>
3310	Clubs in Malaysia
3310	Clubs in Singapore

3. 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:

Cesena-Valle del Savio
Kävlinge-Löddeköpinge, Sweden
Uozu West, Toyama, Japan
West Jersey, New Jersey, USA
Wiesbaden Rhein-Main, Germany

4. 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' constitutions whereby the names of the clubs are changed as follows:

<u>From</u>	<u>To</u>
Burrell and New Kensington Area, Pennsylvania, USA	Burrell-New Kensington, Pennsylvania, USA
Eltville Rhein-Main, Germany	Wiesbaden Rhein-Main, Germany
Gwangsan-Baekhap, Gwangju, Korea, Republic of	Gwangju-Baekhap, Gwangju, Korea, Republic of
Industrial Area Ambala, Haryana, India	Ambala Industrial Area, Haryana, India
Kävlinge, Sweden	Kävlinge-Löddeköpinge, Sweden
Mumbai South Star, Maharashtra, India	Mumbai Stars, Maharashtra, India

<u>From</u>	<u>To</u>	<u>Clubs</u>	<u>New Club</u>	<u>New Charter Date</u>
Tourcoing-Ouest, Nord, France	Tourcoing, Nord, France	Katrineholm, Sweden	Katrineholm, Sweden	8 November 1935
Valencia Feria Mediterráneo, Spain	Valencia Puerto, Spain	Katrineholm-Backa, Sweden		
Valle del Savio, Italy	Cesena-Valle del Savio, Italy	Milk City Chalisgaon, Maharashtra, India	Milkcity Sangam	27 November 2002
Westvoorne-Voorne-Putten, Netherlands	Voorne aan Zee, Netherlands	Sangam Chalisgaon, Maharashtra, India	Chalisgaon, Maharashtra, India	
Willingboro, New Jersey, USA	West Jersey, New Jersey, USA	San Martín-Villa Maipú, Buenos Aires, Argentina	San Martín-Villa Maipú, Buenos Aires, Argentina	5 February 1940
		Saenz Peña, Buenos Aires, Argentina		
		Stockholm-Klara, Sweden	Stockholm City, Sweden	21 November 1964
		Stockholm-Ladugårdslandet, Sweden		
		Yokohama-Kanazawa, Kanagawa, Japan	Yokohama Kanazawa	3 January 1967
		Yokohama Kanazawa Green, Kanagawa, Japan	Hakkei, Kanagawa, Japan	

5. Incorporation of Rotary Districts

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 District 7090 (USA) under the proposed articles of incorporation as submitted by those districts.

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>
Bergen, Norway Bergen-Syd, Norway	Bergen, Norway	22 October 1945
Hamilton-East Wentworth, Ontario, Canada Stoney Creek, Ontario, Canada	Hamilton Stoney Creek, Ontario, Canada	23 May 1959
Ipswich, Queensland, Australia	Ipswich, Queensland, Australia	19 March 1930
Ipswich North, Queensland, Australia		

7. 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</u>
1440	Viborg, Denmark
4563	São Paulo-Leste, São Paulo, Brazil
4670	Esteio, Rio Grande do Sul, Brazil
4895	Bajo Belgrano, Bs. As. Argentina
4905	Villa Celina, Buenos Aires, Argentina
5610	Suburban Sioux City, Iowa, USA
6420	The Milan Area, Illinois, USA
7255	Roslyn, New York, USA
7255	The Massapequas, New York, USA
7475	Bridgewater-Bound Brook, New Jersey, USA
9650	Armidale North, NSW, Australia
9685	Chatswood Sunrise, New South Wales, Australia
9830	Evandale, Tasmania, Australia

8. Termination of Membership in RI – 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</u>
4281	Sopó, Cumdinamarca, Colombia
4760	Pará de Minas-Bariri, Minas Gerais, Brazil
4760	Corinto-Centenário, Minas Gerais, Brazil
5010	Homer Downtown, Alaska, USA
6910	Ringgold, Georgia, USA
6980	Rotary Club of Ocoee, Florida, USA
7305	Donora, Pennsylvania, USA
7490	Westwood, New Jersey, USA
7570	Radford, Virginia, USA
9101	Dakar Almadies, Senegal

9. Modification of District Boundaries - Transfer of Clubs

Statement: The Rotary Club of Brussels International would like to join Dutch-speaking District 2140, because most of the members have Dutch as their native language. Their current District 2150 is French-speaking.

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 Club of Brussels International, Belgium from District 2150 to District 2140, effective 1 July 2021.

10. 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:

Comedy and Laughters' Rotary Fellowship
 Rotary Fellowship of Argentine Culture
 Rotary Fellowship of Leadership Education and Development

11. Change in Name of a Rotary Fellowship

Statement: Under the Board's delegation of authority terms, 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 Fellowship name change:

<u>From</u>	<u>To</u>
LGBT RAF Rotarians Fellowship	LGBT+ Rotary Fellowship

12. Termination of Rotary Fellowship—Voluntary

Statement: In accordance with Rotary Code of Policies, the general secretary may, acting on the Board's behalf, terminate a Rotary Fellowship in cases where the group has decided to voluntarily disband.

DECISION: The Board, the general secretary acting on its behalf, terminates the following Rotary Fellowships due to lack of activity:

Convention Goers
 Military Veterans

13. Request to Form a Rotaract Multidistrict Information Organization

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

DECISION: The Board, the general secretary acting on its behalf, in accordance with established policy concerning multidistrict activities and subject to the activities being organized and conducted in accordance with RI policy, recognizes:

The Rotaract Africa Multidistrict Information Organization Representing Districts 9010, 9101, 9102, 9110, 9125, 9141, 9150, 9210, 9211, 9212, 9220, 9350, 9370, 9400,.

14. Request to Join Rotaract Multidistrict Information Organization—Districts 3410, 3870, and 3800

Statement: In accordance with the policy established by the Board with respect to multidistrict activities, governors and Rotaract representatives may request the Board's approval to participate in Rotaract activities on a

multidistrict level, subject to the activities being organized and conducted in accordance with RI policy.

DECISION: The Board, the general secretary acting on its behalf, in accordance with established policy concerning multidistrict activities, authorizes:

The governor and Rotaract clubs in Districts 3410, 3870, and 3800 to participate in Asia Pacific Rotaract Multidistrict Information Organization Representing Districts 2850, 3330, 3340, 3350, 3360, 3410, 3420, 3450, 3510, 3640, 3650, 3690, 3721, 3780, 3790, 3800, 3810, 3820, 3850, 3870, 3800.

APPENDIX D

AMENDMENTS TO THE ROTARY CODE OF POLICIES REGARDING PRESIDENT'S REPRESENTATIVES (Decision 178)

20.020.2. Role and Responsibilities of the Governor

To achieve a successful district conference, the governor will

- a) be responsible for the planning, organizing and conducting of the conference
- b) develop a comprehensive and well-balanced program within the Board-recommended guidelines
- ~~e) ensure that hospitality and courtesy appropriate to the RI president is given to the representative of the RI president and his/her partner~~
- dc) ensure maximum representation from every club in the district by involving them in conference programs and activities
- ed) encourage the involvement of the local community by conducting a well-planned public image effort - that includes media relations - before, during and after the conference
- fe) invite representatives of the local community to participate in the program
- gf) make a special effort to have the entire membership of all newly organized clubs attend the conference
- ~~h) appoint an aide to the president's representative, if applicable. (October 2019 Mtg., Bd. Dec. 44)~~

If a president's representative is assigned, the district governor will also

- a) contact president's representative in advance of conference to discuss the background, strengths and challenges of the district
- b) ensure that hospitality and courtesy appropriate to the RI president is given to the president's representative and his/her partner and fully engage the participation of both individuals throughout the conference program
- c) engage the president's representative and partner, in local projects, club activities, and fundraising efforts that may coincide during the time they are in the district, if possible
- d) appoint an aide to the president's representative
- e) as instructed, provide candid, confidential feedback on the effectiveness and engagement of the president's representative and partner in a timely manner following the conclusion of the conference

20.030.1. Qualifications and Selection of President's Representatives

The president's representative represents the RI president at the conference by presenting inspirational, motivational, and educational addresses. In selecting representatives, the president should consider public speaking, ~~social skills~~, relevant language abilities, the expertise of the individual in specific areas where the district requires additional support ~~past performance of individuals when making these assignments~~, and the cost-effectiveness of the appointment. The president should make these appointments as early as possible and provide the representatives with background materials well in advance of the conference. President's representatives shall not be appointed to more than one conference per Rotary year.

20.030.2. Role of the President's Representative at Conference

In representing the RI president and partner, the president's representative ~~and his/her partner~~ shall

- a) communicate with host districts in advance of conference to learn about district background, strengths, and challenges
- b) complete all training required in advance of the conference, including but not limited to all modules assigned to representatives in the Learning Center
- c) review all background information and data about the host district provided and available prior to arrival at the district
- ad) meet personally, and engage with, as many Rotarians and partners as possible before, during and after during the conference
- bf) inspire and motivate district conference participants through formal presentations and participation in all aspects of the conference
- eg) provide information on the RI president and the annual theme
- dh) stress the importance of membership attraction, retention and engagement
- ei) promote the programs and development of The Rotary Foundation

*

- ~~f) evaluate the governor, governor elect, and other Rotarian participants for future responsibilities~~
- ~~gk) attend all scheduled district conference meetings~~
- ~~l) as organized by the district, participate in local projects, club activities, and fundraising efforts that may coincide with the conference~~
- ~~hm) refrain from involvement in district disputes~~

RI will not fund the expenses of a president's representative to a district conference where the average conference attendance in the previous three years was less than 200 or when the scheduled conference program is not more than one day.

20.030.3. The Role of President's Representatives' Partners

~~The partners of president's representatives are invited to join the president's representatives on their assignments, but their attendance is not required. have a responsibility to promote the ideals and programs of Rotary, in addition to supporting the president's representatives. Involvement in the activities of the conference is required, including attendance at partners' meetings, social gatherings, and plenary sessions. (October 2019 Mtg., Bd. Dec. 44)~~ In representing the RI president and partner, the president's representative's partner shall:

- a) Promote the ideals and programs of Rotary
- b) complete any assigned training required in advance of the conference
- c) meet personally, and engage with, as many Rotarians and partners as possible before, during and after during the conference
- d) inspire and motivate district conference participants during the activities of the conference, including attendance at partners' meetings, social gatherings, and plenary sessions as organized by the district

20.030.4. President's Representative ~~Evaluation~~ Feedback

The president's representative ~~should~~ shall ~~complete~~ provide candid feedback on the assignment and transmit to the president the report on the conference promptly following the conference as instructed by the office of the president.

20.030.5. Expenses of President's Representative

Rotary International will pay eligible travel expenses of the president's representative and partner to a district conference that are directly tied to the assignment and would not have been incurred otherwise, including ground transportation to and from the airport, visa fees, forced overnight hotel expenses, and baggage fees. The district conference shall assume the hotel and other conference expenses of the president's representative and partner during their attendance at the conference.

APPENDIX F

OUR COMMITMENT TO DIVERSITY, EQUITY, AND INCLUSION (Decision 184)

At Rotary, we understand that cultivating a diverse, equitable, and inclusive culture is essential to realizing our vision of a world where people unite and take action to create lasting change.

We value diversity and celebrate the contributions of people of all backgrounds, across age, ethnicity, race, color, disability, learning style, religion, faith, socioeconomic status, culture, marital status, languages spoken, sex, sexual orientation, and gender identity as well as differences in ideas, thoughts, values, and beliefs.

Recognizing that individuals from certain groups have historically experienced barriers to membership, participation, and leadership, we commit to advancing equity in all aspects of Rotary, including in our community partnerships, so that each person has the necessary access to resources, opportunities, networks, and support to thrive.

We believe that all people hold visible and invisible qualities that inherently make them unique, and we strive to create an inclusive culture where each person knows they are valued and belong.

In line with our value of integrity, we are committed to being honest and transparent about where we are in our DEI journey as an organization, and to continuing to learn and do better.

APPENDIX G

CODE OF CONDUCT

(Decision 184)

Rotary core values: fellowship, integrity, diversity, service, and leadership

This code of conduct reflects our core values and explains the responsibility that comes with being a Rotarian and Rotaractor, which includes members from nearly every country in the world, speaking over 100 different languages. We are committed to upholding and evolving this code as our organization grows.

Like our core values, we expect Rotarians and Rotaractors to exemplify this code of conduct as they interact with one another, Rotary program participants, Alumni, project partners, and members of the community. Specifically, the code of conduct applies at all club, district, zone, and Rotary International meetings, trainings, events, and anywhere else a member represents Rotary and on My Rotary and social media.

Expectations

All club members and other participants including Rotary program participants, alumni, project partners, and representatives of Rotary are expected to comply with this code of conduct, be considerate and contribute to a collaborative, positive, and healthy environment in which all are respected and valued.

USE RESPECTFUL LANGUAGE

- When you first meet someone, introduce yourself and explain how you would like to be addressed, including your preferred pronouns (he/him/his, she/her/hers, they/them/theirs). Call others by their preferred name, rather than using a nickname that is easier to pronounce.
- When addressing larger groups, utilize gender neutral words to avoid gender assumption.
- Use active listening to deepen your understanding of others.
- Be conscious of language use and adapt depending on region. Some wording is acceptable in some cultures but unacceptable in others.
- Avoid slang or idioms that do not translate across cultures or be deliberate in explaining them to share our diverse cultures and languages.
- Speak plainly and avoid acronyms and jargon that not everyone may understand.
- If you are curious about someone's cultural background, faith, sexual orientation, gender, or another

characteristic, ask if they are open to sharing more about themselves. Refrain from asking if the topic is not relevant to your conversation.

- Foster an atmosphere of intergenerational dialogue and avoid describing anyone by their age.

BE SUPPORTIVE

- Be an ally and advocate for others and be ready to intervene when you see a need.
- If you see or hear something inappropriate, address the behavior in a way to offer support to those affected.
- As a member of Rotary, uphold the Code of Conduct, build this culture within your club experience, and address any issues as they arise.

FOSTER A WELCOMING AND INCLUSIVE ENVIRONMENT

- Ensure every member and participant can fully engage in any meeting, event, or activity that you organize in person or online by offering an accessible venue, simultaneous interpretation, closed captioning and/or transcripts, and other resources as needed.
- Review any club or program traditions and stop or change activities that may be offensive or alienating to a specific group.
- Create a welcoming environment and include all in conversations, projects, and events.
- As much as possible, pay attention to nonverbal communication such as eye contact, facial expressions, tone of voice, personal space, gestures, and posture, and how it impacts your ability to engage with and relate to others.
- Know the important dates of various religions and schedule events and activities in a way that is inclusive and considerate of people who observe them.
- Be aware of people's dietary and health restrictions.
- Open opportunities for everyone to hold leadership roles in your club and district or engage with your community partners.

CELEBRATE DIVERSITY

- Increase your club's awareness, understanding, and acceptance of people with disabilities.
- Celebrate a variety of cultural events and religious observances, rather than continually conducting

service projects or hosting events associated with a single culture or religion.

- Acknowledge and celebrate significant dates relevant to diversity.
- Avoid stereotyping and mocking any specific group.
- Acknowledge and celebrate different genders.

Report Code of Conduct Concerns

If you feel someone conducts behavior that goes against the code of conduct, email DEI.Inquiries@rotary.org.

Report Adult Harassment Issues

Per the Rotary Code of Policies, Rotary currently maintains the following to report issues of harassment involving Rotarians or Rotaractors at meetings, events, or activities:

Rotary is committed to maintaining an environment that is free of any form of harassment, broadly defined as any conduct, verbal or physical, that denigrates, insults, or offends a person or group based on any characteristic¹ (age, ethnicity, race, color, disability, religion, socioeconomic status, culture, sex, sexual orientations, or gender identity).

If you are notified of any allegation of harassment involving an adult, or you feel you have been harassed, follow these steps:

1. If anyone's safety is in doubt, contact local law enforcement.
2. Notify a club officer (club president or secretary), district leader (district governor or district governor-elect), or zone leader (RI director).
3. Report the incident to Rotary International's Club and District Support team by contacting cds@rotary.org.
4. Any allegation of harassment or abuse that involves young people must be reported to Rotary International at youthprotection@rotary.org within 72 hours.

¹ Characteristics listed here are from the Rotary Code of Policies, Harassment-free Environment at Meetings, Events, or Activities. As the Rotary Code of Policies is updated, this Code of Conduct section will be updated.

APPENDIX H

DISTRICT DIVERSITY, EQUITY, AND INCLUSION COMMITTEE TERMS OF REFERENCE (Decision 184)

Purpose:

The district diversity, equity, and inclusion committee should support member, club and district efforts to grow and diversify our membership and participation and promote diversity, equity, and inclusion practices and policies for members, participants and the community.

December before taking office on 1 July of the 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.

Additional Qualifications of Members:

The committee members should reflect the diversity of the district and include members of Rotary and Rotaract clubs and participants. It is preferred that members have one or more of the following qualities:

- Experience leading diversity, equity, and inclusion activities;
- Professional diversity, equity, and inclusion experience or education;
- Lived diversity, equity and inclusion experience.

Duties and Responsibilities:

- a) Provide diversity, equity, and inclusion education in cooperation with the district training committee.
- b) Evaluate district policies and guidelines using a diversity, equity and inclusion lens and recommend changes to increase the diversity, equity, and inclusion of those policies and guidelines.
- c) Advise district leadership on creating a welcoming district culture.

Additional Training Requirements:

The chair and members should complete the diversity, equity, and inclusion training offered by Rotary.

Appointment of Chair:

To be effective, the District Diversity, Equity, and Inclusion 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 Diversity, Equity, and Inclusion 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

APPENDIX I

AMENDMENTS TO ROTARY CODE OF POLICIES REGARDING USE OF ROTARY MARKS IN THE PROMOTION OF PROGRAMS OF SCALE (Decision 187)

34.040.14. Use of the “Rotary” Trademark, Masterbrand Signature, Simplified Signature or Mark of Excellence by Programs of Scale Awardees

When used by itself, the word “Rotary” or the Mark of Excellence or Masterbrand Signature or Simplified Signature normally refers to the entire organization, Rotary International. It also means the ideals and principles of the organization. All Programs of Scale Awardees, where possible, must include identifiers of the club(s), district(s) or multidistrict group or other Rotary Entity when using the “Rotary,” Mark of Excellence, Masterbrand Signature, or Simplified Signature. Such identifier must be used in a lockup with the official program name and in conjunction with program implementation, including, but not limited to, on merchandise, signage, and other visual recognition of the Programs of Scale award. When space or the media do not allow for use of a lockup, the Rotary Marks may be used alone, provided that the Programs of Scale awardee shares with Rotary International in advance of use, all use cases, including merchandise, signage, and other visual recognition and that use is approved by RI.

Each Programs of Scale Grant Agreement will include standard RI licensing terms, including those related to insurance and indemnification. Programs of Scale awardees will only purchase merchandise with the Marks from RI Licensed Vendors, where reasonably available. If not reasonably available, a one-time exception may be sought from RI Licensing.

All participants in Programs of Scale will use the following disclaimer on all materials:

“[Programs of Scale award name] is a program sponsored by the Rotary Club/District of [Club/District name]. [Programs of Scale awardee name] is not a program of The Rotary Foundation or Rotary International.”

Other Rotary club and district organizations participating in the Programs of Scale award and the other partner organizations providing goods and services to the program shall maintain insurance.

The Rotary Marks must always be reproduced in their entirety. No alterations, obstructions or modifications of the Rotary Marks are permitted. The simplified wheel is

to be used only together with “Rotary” as part of the simplified signature lock-up. RI allows for overwriting of the Rotary emblem or other Rotary Mark (water-marked, printed, screened or embossed), provided the Rotary emblem or other Rotary Mark is not otherwise partially covered and/or obstructed.

For correct color reproductions of the Rotary emblem or other of the Rotary Marks, current guidelines are found in the Brand Center at <https://brandcenter.rotary.org> and in “Voice and Visual Identity Guidelines,” which give further specifications for reproducing the Rotary emblem and guidelines for maintaining a standardized, coordinated identity for all Rotary materials (547A). Rotarians are reminded that Rotary is both a local and a global organization and even local uses may enjoy global recognition through the use of the Internet and other electronic communications. Different cultures have different standards and different sensitivities. Any use of the Rotary Marks under these guidelines should attempt to be culturally sensitive and in concert with the Object of Rotary. RI reserves the right to review and approve any uses of the Rotary Marks. The Rotary Marks may not be depicted in combination with images of guns, weapons, or other armaments.

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