



**MINUTES**  
**of the**  
**MAY 2022**  
**ROTARY INTERNATIONAL**  
**BOARD OF DIRECTORS MEETINGS**

## GENERAL OFFICERS

2021-22

### PRESIDENT

**Shekhar Mehta**

Kolkata, West Bengal, India  
(Rotary Club of Calcutta-Mahanagar)

### VICE PRESIDENT

**Valarie K. Wafer**

Thornbury, ON, Canada  
(Rotary Club of Collingwood-South Georgian Bay)

### PRESIDENT-ELECT

**Jennifer E. Jones**

LaSalle, ON, Canada  
(Rotary Club of Windsor-Roseland)

### TREASURER

**Virpi Honkala**

Raahe, Finland  
(Rotary Club of Raahe)

### EXECUTIVE COMMITTEE CHAIR

**Peter R. Kyle**

West River, MD, USA  
(Rotary Club of Capitol Hill [Washington, DC])

### GENERAL SECRETARY

**John Hewko**

Evanston, IL, USA  
(Rotary Club of Kyiv, Ukraine)

### OTHER DIRECTORS

**Jessie Harman**

Ballarat, Victoria, Australia  
(Rotary Club of Wendouree Breakfast)

**Susan C. Howe**

Friendswood, TX, USA  
(Rotary Club of Space Center [Houston])

**Won-Pyo Kim**

Gyeongju-si Gyeongsangbuk-do, Korea  
(Rotary Club of Gyeongju South)

**Urs Klemm**

Aarau, Switzerland  
(Rotary Club of Aarau)

**Mahesh Kotbagi**

Pune, India  
(Rotary Club of Pune Sports City)

**Aikaterini Kotsali-Papadimitriou**

Pendeli, Greece  
(Rotary Club of Pendeli)

**Roger Lhors**

Pont-Audemer, France  
(Rotary Club of Pont-Audemer, France)

**Chi-Tien Liu**

Taoyuan, Taiwan  
(Rotary Club of Yangmei)

**Vicki Puliz**

Reno, NV, USA  
(Rotary Club of Sparks)

**Nicki Scott**

Cheltenham Gloucestershire, England  
(Rotary Club of North Cotswolds)

**Julio César A. Silva-Santisteban**

San Isidro, Peru  
(Rotary Club of El Rímac)

**Katsuhiko Tatsuno**

Minato-ku, Japan  
(Rotary Club of Tokyo-West)

**Elizabeth Usovicz**

Westwood, KS, USA  
(Rotary Club of Kansas City-Plaza)

**Ananthanarayanan S. Venkatesh**

Chennai, India  
(Rotary Club of Chennai Mambalam)

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# MINUTES

of the

## MAY 2022 MEETING

### Rotary International Board of Directors

The Rotary International Board of Directors met virtually on 23 May 2022

Present were: President Shekhar Mehta, President-elect Jennifer Jones, Vice President Valarie Wafer, Treasurer Virpi Honkala, Executive Committee Chair Peter Kyle, other directors, Jessie Harman, Susan Howe, Won-Pyo Kim, Urs Klemm, Mahesh Kotbagi, Aikaterini Kotsali-Papadimitriou, Roger Lhors, Shi-Tien Liu, Vicki Puliz, Julio César A. Silva-Santisteban, Nicki Scott, Katsuhiko Tatsuno, Elizabeth Usovich, Ananthanarayanan S. Venkatesh, and General Secretary John Hewko. Trustee Dean Rohrs attended as Trustee liaison to the Board. Also present was president-nominee Gordon McNally.

At the president's invitation, also participating were Directors-elect Alberto Cecchini, Jeremy Hurst, Drew Kessler, Muhammad Faiz Kidwai, Lena Mjerskaug, Patricia Merryweather-Arges, Patrick Chisanga and Yoshio Sato.

Andrew McDonald served as secretary of the meeting with assistance from Matt Hohmann. Other staff present were David Alexander, Jim Barnes, Julie Burke, Paul Haisman, Brian King, Mark Lowry, David Peterson, Steve Routburg, Eric Schmelling, Tom Thorfinnson, Doris Xie, Kate Yonan, and Nora Zei. Nobuko Andrews, Alain Drouot, Marc Prevot, and Eiko Terao served as staff interpreters.

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#### 143. General Secretary's Report to the Board and to the RI Convention

*Statement:* The general secretary presented written reports on the status of Secretariat initiatives from 1 July 2021 through 28 February 2022 and, in accordance with the RI Bylaws, his annual report for submission to the 2022 RI (Houston) Convention.

**DECISION:** The Board

1. receives the general secretary's reports;
2. approves the general secretary's convention report for submission to the 2022 RI (Houston) Convention.

#### 144. Strategic Planning Committee Report

*Statement:* The Strategic Planning Committee met virtually on 3 May 2022 to discuss action by the 2022 Council on Legislation affecting the Strategic Plan, Secretariat initiatives on improving Board governance, recent Board decisions that may affect the committee's future work, and next steps for the committee in 2022–23.

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

#### 145. Regionalization Working Group Report

*Statement:* President Mehta appointed a Regionalization Working Group to study how Rotary might be more flexible at the local level and allow different regions where Rotary operates to govern in regionally appropriate ways that may not necessarily comply with Rotary policy.

**DECISION:** The Board

1. recognizes and thanks the Regionalization Working Group for its work;
2. noting the adoption of Council on Legislation enactment 22-71 (To provide for the administration of clubs in a pilot project), requests future Boards to carefully monitor the success of the official pilot programs and other grassroots regionalization initiatives within the framework of RI's constitutional documents;
3. agrees to continue to discuss and adopt regionalization in 2022–23;
4. requests the general secretary to support the concept of regionalization and to align resources to support improving or adapting:
  - a. the flexibility of management/governance structure, regional positions, and terms of office within the framework of the constitution and bylaws;

- b. multidistrict activities, meetings, events, and training;
- c. regional approval of TRF global grants;
- d. regionalization of public image and geographic identifiers;
- e. ability to develop corporate and government partnerships locally.

#### **146. Grow Rotary Working Group Report**

*Statement:* President Mehta appointed a Grow Rotary Working Group to study how Rotary can increase and maintain membership. The working group reported on its collaboration with the Membership Committee, facilitating director membership goal setting, sharing success stories and best practices with other directors, and involving the Secretariat in achieving shared membership growth goals.

*DECISION:* The Board

1. thanks the Grow Rotary Working Group for helping to focus the Board's attention on membership throughout the year by bringing forth discussions and success stories at each meeting;
2. recognizes the success of "Each One, Bring One" and "Grow Rotary" over the past year;
3. agrees to include a report and/or discussion on membership at each of its future meetings;
4. requests the general secretary to assess how staff can better support Rotary's membership efforts in accordance with the discussions at this meeting, for report to the Board at its October 2022 meeting.

#### **147. Rotary Youth Exchange Program Update**

*Statement:* In decision 70, November 2020, the Board suspended travel for Rotary Youth Exchanges in response to the COVID-19 pandemic. In decision 131, March 2021, the Board agreed that Youth Exchange travel could resume beginning 1 July 2022. At this meeting, the Board discussed how the state of the global pandemic has improved such since March 2021 that Youth Exchange travel could safely resume, taking all necessary precautions.

*DECISION:* The Board agrees that in considering the easing of travel restrictions, the availability of vaccines, and the increase in public's confidence in safety protocols to mitigate the risk of transmission or serious

illness related to COVID-19, in-person travel for Rotary Youth Exchange may resume effectively immediately.

#### **148. Minimum Age of a Rotary Club Member**

*Statement:* The general secretary noted that the Rotary Constitution does not provide a definition for the term "adult person" in its provision that Rotary clubs "shall be composed of adult person(s) who demonstrate good character...". The general secretary suggested that defining "adult person" to be consistent with the age of majority in most countries would help resolve confusion around this issue.

*DECISION:* The Board defines an "adult person" in the context of Rotary club membership as a person at least 18 years old.

#### **149. Election Review Committee Report**

*Statement:* The Election Review Committee received three election complaints since the Board's April 2022 meeting and made its recommendations to the Board regarding these complaints.

*DECISION:* The Board

1. receives the complaint of the Rotary Club of Hubli Midtown, India, concerning the election of the 2024–25 governor of District 3170 and based on the report of the Election Review Committee:
  - a. finds that the allegations of procedural irregularities in the election process are without merit;
  - b. further finds that Governor Gaurish Dhond did not exceed his authority in rejecting certain concurrences to the challenge for failure to follow district protocols;
  - c. dismisses the complaint and confirms the selection of Rotarian Sharad Pai of the Rotary Club of Belgaum as the 2024–25 governor of District 3170;
  - d. notes Governor Dhond's comments about a social media campaign in District 3170 attacking the selection procedures for 2024–25 governor and requests the general secretary, in consultation with the director of the zone, to remind Rotarians in District 3170 that

- any form of campaigning, canvassing, and electioneering is strictly prohibited and sanctions can be imposed on Rotarians engaging in these activities;
  - there is a procedure in the RI Bylaws for challenging a candidate selected by the nominating committee and that is the sole avenue for such a challenge;
2. receives the complaint of the Rotary Club of Jabalpur Sanskardhani, India, concerning the election of the 2024–25 governor of District 3261 and based on the report of the Election Review Committee:
- a. finds that the candidate’s activities set forth in the complaint represent the normal performance of duly-assigned Rotary activities and do not constitute campaigning, canvassing, or electioneering;
  - b. further finds that the allegations against Governor Sunil Phatak are unsubstantiated and without merit;
  - c. dismisses the complaint and confirms the selection of Rotarian Akhil Mishra as the 2024–25 governor of District 3261;
3. receives the complaint of the Rotary Club of Biratnagar, District 3292, Nepal and Bhutan, concerning the selection of the RI director from Zone 6 in 2023–25 and based on the report of the Election Review Committee:
- a. does not find any errors in the voting process used to elect the director-nominee;
  - b. affirms that the complainant club is not entitled to receive the list of clubs that voted and did not vote in the election and providing such information would infringe upon the privacy and secrecy of the voting process;
  - c. finds that the documents submitted with the complaint alleging campaigning by or on behalf of the winning candidate are not credible;
  - d. finds that there is no evidence to support the claim that any senior leaders campaigned in favor of the winning candidate;
  - e. dismisses the complaint and affirms the selection of Anirudha Roychowdhury as the 2023–25 Director from Zone 6.

## **Adjournment**

The foregoing is a true record of the proceedings at the May 2022 Rotary International Board of Directors meeting.

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Shekhar Mehta  
President, RI

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Andrew McDonald  
Secretary of the Meeting

## **ATTEST:**

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John Hewko  
General Secretary, RI