



MINUTES
of the
NOVEMBER & DECEMBER 2020
ROTARY INTERNATIONAL
BOARD OF DIRECTORS MEETINGS

GENERAL OFFICERS

2020-21

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Ratzeburg, Germany

(Rotary Club of Herzogtum Lauenburg-Mölln)

VICE PRESIDENT

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Orange, CA, USA

(Rotary Club of Anaheim)

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Kolkata, West Bengal, India

(Rotary Club of Calcutta-Mahanagar)

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Mumbai, India

(Rotary Club of Borivli)

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(Rotary Club of Dunoon)

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(Rotary Club of Pont-Audemer, France)

Chi-Tien Liu

Taoyuan, Taiwan

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(Rotary Club of Dhanbad)

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Minato-ku, Japan

(Rotary Club of Tokyo-West)

Valarie K. Wafer

Thornbury, ON, Canada

(Rotary Club of Collingwood-South Georgian Bay)

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

MINUTES
of the
NOVEMBER & DECEMBER 2020 MEETINGS
Rotary International Board of Directors

The Rotary International Board of Directors met virtually on 18–19 November 2020.
The Board also met in a special joint meeting with The Rotary Foundation Trustees on 14 December 2020. Decisions from that meeting are marked by an asterisk *

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, Kyun Kim, Aikaterini Kotsali-Papadimitriou, Peter Kyle, Floyd A. Lancia, Roger Lhors, Shi-Tien Liu, Kamal Sanghvi, Katsuhiko Tatsuno, Valarie Wafer, 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. Annika Svensson attended as representative to the Young Past District Governors Committee and Joey Vaesen attended as Rotaractor representative. Past RI Director Jeffry Cadorette presented a report from the Pandemic Response Task Force.

Andrew McDonald served as secretary of the meeting with assistance from Matt Hohmann. Other staff present were David Alexander, Jim Barnes, Julie Burke, Jessie Dunbar-Bickmore, Faiz Hanif, Laurie McCarthy, Steve Routburg, Eric Schmelling, Zuhail Sharp, Tom Thorfinnson, Shannon Watson, 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, and Directors-elect Jessie Harman, Won-Pyo Kim, Urs Klemm, Mahesh Kotbagi, Vicki Puliz, Nicki Scott, Julio Silva-Santisteban Ojeda, Elizabeth Usovicz, and Ananthanarayanan Venkatesh.

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.

* * * * *

55. General Secretary's Report

Statement: The general secretary reported on the work at the Secretariat since the Board's last meeting and progress on Secretariat initiatives during 2020–21.

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

56. Treasurer's Report

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

DECISION: The Board thanks Treasurer Pandya for his report on the status of RI's finances.

57. Communications from the Trustees

Statement: At their 20 October 2020 meeting, the Trustees took several decisions of interest to the Board. The Board discussed the Trustees' request to sanction a Rotarian for violation of the Foundation's stewardship policies.

DECISION: The Board

1. notes the following decisions from the 20 October 2020 Trustees meeting:
 29. Communications from the Board
 30. 2021–22 Annual Goals
 33. Possible Associate Foundation in Korea
 37. World Fund Workgroup Report
 46. Stewardship Committee Report: Allegations
2. agrees that, for his failure to comply with Rotary Foundation stewardship policies, Celestin Tangamo,

from the Rotary Club of Kinshasa-Kingabwa, DRC (District 9150), is ineligible to rejoin a Rotary club.

58. 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 September and October 2020 Board meetings. The general secretary further recommended amendments to the Code to reflect current practices, language, and other factors.

DECISION: The Board, to record the decisions taken at its September and October 2020 meetings, and previously, amends the Rotary Code of Policies as found in Appendix A, filed only with the official copy of these minutes.

59. 2021–22 Annual Goals

Statement: The Rotary Code of Policies provides that the annual Rotary goals be approved by the Board in the year preceding the year the goals are to be in place. President-elect Mehta and Chair-elect Germ presented a set of joint goals that align with the RI Strategic Plan and The Rotary Foundation priorities.

DECISION: The Board adopts the 2021–22 annual goals for Rotary International and the Rotary Foundation, as shown in Appendix B

60. DEI Task Force Report*

Statement: In decision 9, July 2020, the Board established a task force to draft a diversity, equity, and inclusion (DEI) action plan for Rotary that will drive meaningful action and create measurable, lasting change throughout Rotary and requested the task force to work with the general secretary to identify appropriate experts in the field to help Rotary in this endeavor. The DEI Task Force reported that it had identified a firm that can address and work with Rotary's unique criteria, but noted additional budget was necessary to engage the firm.

DECISION: The Board

1. thanks the DEI Task Force for its report;
2. requests the general secretary to engage a professional global DEI consulting firm to help RI

develop a Diversity, Equity, and Inclusion strategy and approves a 2020–21 budget variance of US\$85,000 for this purpose.

61. Joint Committee on Partnerships Report

Statement: The Joint Committee on Partnerships met virtually on 21–22 September 2020 and discussed the status of partnerships with USAID, the Power of Nutrition/Eleanor Crook Foundation, the Institute for Economics and Peace, Ashoka, and the Global Partnership for Education. The committee further discussed Rotary's use of cause marketing, RI convention sponsorship opportunities, and the status of the Foundation's new programs of scale.

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

62. Shaping Rotary's Future Committee Report

Statement: In decision 166, June 2020, the Board reviewed a report from the Shaping Rotary's Future Committee that, among other topics, proposed a draft model for a new Rotary governance structure. The Board requested the committee to continue its work and further develop the model, including a feasibility study with a plan to pilot the model. The Shaping Rotary's Future Committee met virtually on 4–5 August, 7–8 October, and 6 November to work on this plan. The committee also reviewed reports from working groups on regional criteria and risk assessment and discussed a feasibility plan for employing the new structural model, including potential next steps.

DECISION: The Board

1. thanks the Shaping Rotary's Future Committee for its report;
2. requests the Shaping Rotary's Future Committee to further develop the proposed new structural model, for report at the April 2021 Board meeting;
3. requests the general secretary to work with the Shaping Rotary's Future Committee to conduct a series of small discussion sessions with senior leaders (directors, directors-elect, directors-nominee, trustees, and trustees-elect) starting in January 2021 to receive feedback for potential changes to the model;
4. requests the general secretary to collect the opinions of Rotarians and Rotaractors via virtual focus groups

as a way to meaningfully address the need for change and create a more informed value proposition.

63. Election Review Committee Report

Statement: The Election Review Committee reviewed two election complaints received by the general secretary since the Board's October 2020 meeting and made its recommendations regarding these complaints to the Board.

DECISION: The Board

1. receives the complaint of the Rotary Club of Fermo, Italy, concerning the election of the 2022–23 governor of District 2090 and based on the findings of the Election Review Committee:
 - a. finds that there is substantial evidence to support the club's allegations of campaigning by Rotarian Maurizio Marchegiani and on his behalf by 2019–20 Governor Basilo Cuicci;
 - b. upholds the complaint filed by the Rotary Club of Fermo and voids the election of Rotarian Marchegiani;
 - c. requests the 2020–21 governor to begin the process for selecting the 2022–23 governor by sending every club in the district an official call for nominations in accordance with RI Bylaws section 12.050.;
 - d. agrees that Rotarian Maurizio Marchegiani may not be considered as a candidate in the new election for the 2022–23 governor;
 - e. requests 2020–21 governor to consult with Past RI Director Francesco Arezzo and RI's Europe/Africa office to ensure that the new election is conducted in accordance with RI's policies and procedures;
2. receives the complaint of the Rotary Club of Lahore Shaheen, Pakistan, concerning the election of the 2022–23 governor of District 3272 and based on the findings of the Election Review Committee:
 - a. finds that there is no evidence to support the club's allegations of campaigning by or on behalf of the governor-nominee or that votes from alleged fictitious clubs affected the outcome;

- b. dismisses the complaint of the Rotary Club of Lahore Shaheen and confirms the selection of Adnan Saboor Rohaila as the 2022–23 governor of District 3272.

64. Constitution and Bylaws Committee Report

Statement: In decisions 28 and 46 September 2020, the Board requested the Constitution and Bylaws Committee to draft two items of legislation for possible submission to the 2022 Council on Legislation. The committee met via correspondence in October and November to draft the proposed legislation that would amend the qualifications for RI director and for membership on a zone's Director Nominating Committee and would limit the number of Rotary districts to 500. At this meeting, the Board agreed not to submit legislation that would limit the number of Rotary districts.

DECISION: The Board submits to the 2022 Council on Legislation a proposed enactment "To amend the qualifications for director and members of the director nominating committee," as shown in Appendix C.

65. Pandemic Response Task Force Report

Statement: The Pandemic Response Task Force met biweekly between 20 May and 21 October to discuss how virtual technologies can be optimally used throughout Rotary for training, meetings, committees, the RI convention, and other in other ways.

DECISION: The Board

1. thanks the Pandemic Response Task Force for its report;
2. requests the Learning and Development Committee to evaluate 2020–21 training events, including but not limited to, the 2020 Rotary Institutes, the 2021 International Assembly, the 2021 Global Institute for Regional Leaders, and the 2021 President-elect training, and to develop a plan for optimizing the successful outcomes of learning and training in a virtual environment, for report at the June 2021 Board meeting;
3. requests the Executive Committee to develop proposals for report at the April 2021 Board meeting that would include the following provisions regarding RI committees:

- a. no committee shall hold more than one in-person meeting annually except in rare circumstances, depending on the committee's work;
 - b. recommendations for expanded delegation of authority from the Board to its Executive Committee, which authority could be exercised through a virtual meeting of the Executive Committee;
4. requests the general secretary to develop a proposal for incorporating both an in-person and online experience for all future conventions, for report at the October 2021 Board meeting;
 5. encourages the Secretariat to continue its use of emerging technologies and to seek out partnerships that can help ensure Rotary optimizes virtual connectivity in the coming months and years;
 6. encourages the adoption and use of virtual and virtual/in-person district conferences, where beneficial, for efficiency, efficacy, cost-savings, and inclusiveness;
 7. requests the Programs Committee to carry out an evaluation of the President's Representative program and develop recommendations for possible changes to the program, for report at the April 2021 Board meeting.

66. COVID-19 Travel

Statement: In decision 37, September 2020, the Board, in its continued response to the COVID-19 pandemic, took several decisions to ensure the safety of Rotarians and Secretariat staff. In view of the continued global pandemic situation, the Board discussed at its November meeting extending its restriction on Rotary-funded travel through March 2021.

DECISION: The Board, in light of the ongoing global COVID-19 pandemic, agrees to continue to restrict Rotary-funded travel and Rotary meetings through the end of March 2021, in accordance with its decision 37, September 2020, and decision 117, April 2020.

67. COVID-19 Response*

Statement: After receiving significant feedback from Rotarians interested in Rotary playing an active, global role in the world's effort to address COVID-19, the Board met jointly with The Rotary Foundation Trustees to discuss how best to coordinate Rotary's response.

DECISION: The Board and Trustees

1. noting the catastrophic impact that COVID-19 has had on the lives and livelihoods of individuals around the world, recognize:
 - a. the substantial interest among Rotarians and district leaders for Rotary and the Foundation to support pandemic-relief efforts;
 - b. the substantial global cooperation necessary between private citizens and governments to achieve global COVID-19 vaccination;
 - c. the value of Rotary's experience and leadership in combating the polio virus, including efforts at the local and international level advocating for the fair global delivery of the vaccine regardless of social or economic status;
 - d. the fight against COVID-19 is bringing about a perilous rise in other preventable diseases;
2. create a joint task force, to serve through June 2021 with monthly reports to the Board and Trustees, comprising co-chairs RI President Knaack and TRF Chair Ravindran and members RI President-elect Mehta, TRF Chair-elect Germ, RI President-nominee Jones and TRF Chair-designate Riseley to work with the general secretary to develop and execute a plan that will:
 - a. encourage and support Rotary and Rotaract clubs to promote the distribution of information promoting the acceptance of COVID-19 vaccines and stopping the virus's spread;
 - b. engage Rotary's global participant network in supporting COVID-19 mitigation activities;
 - c. align our efforts with those of our partners in the Global Polio Eradication Initiative;
3. reaffirm Rotary's commitment to polio eradication as our top priority and further reaffirm that polio eradication is Rotary's only corporate project;
4. recognize that all efforts to address COVID-19 issues should maintain and build on the gains made in Rotary's efforts to eradicate polio, help assure our continued efforts to provide polio vaccinations, and maintain our commitment of \$50MM/year to polio eradication.

68. Amendment of Board Decisions 28 and 30, September 2020

Statement: Vice president Solari suggested that the Board consider amending its decision 28, September 2020, to clarify that it was the Board's intent for non-governors "with strong relationships with district and zone leadership" to be the ones eligible to serve on the district leadership team, and to further clarify that while the Board seeks to have no more than 60 percent of one gender be speakers at Rotary International and zone meetings, this goal, for various reasons, may not always be possible. Vice President Solari also requested the Board to consider amending its decision 30, September 2020, to remove the restriction on the number of RI committees, task forces, and sub-committees.

DECISION: The Board

1. amends points 1 and 2 of its decision 28, September 2020, as follows:

28. Operations Review Committee Report: Diversity in Leadership

DECISION: The Board, to promote diversity in Rotary leadership positions,

1. agrees, effective with the next recruitment cycle, that non-past governors with strong relationships with district and zone leadership are eligible to serve as to remove the past governor qualification from all regional leader positions Rotary coordinators and Rotary public image coordinators, and requests the Trustees to take the same action with regard to Foundation positions;
2. agrees that, to the maximum extent possible, one gender should not constitute more than 60 percent of the speakers at Rotary International and Zone meetings;
2. deletes point 2.f. of its decision 30, September 2020 as follows:

30. Strategic Planning Committee Report

2. requests the Operations Review Committee to develop a three-year implementation plan to gradually transition Rotary to the new committee structure as shown in Appendix F, filed only with the official copy of these minutes, for report at the April 2021 Board meeting and to include the following additional changes in its proposal:

[text omitted]

~~f. no more than 20 RI committees, task forces, and sub-committees shall be appointed in any Rotary year;~~

69. Rotaract Committee Report

Statement: The Rotaract Committee met virtually on 23–25 September 2020 and discussed the currently available online tools for Rotaractors, plans for the 2021 Rotaract preconvention event in Taipei, addressing common questions about the Board's decision to elevate Rotaract to Rotary membership, possible amendments to the Standard Rotaract Club Constitution and the Rotary Code of Policies, implications to Rotaract in the work being proposed by the Shaping Rotary's Future Committee, possible Rotaract-related enactments for the 2022 Council on Legislation, and alumni engagement strategies, among other topics.

DECISION: The Board

1. thanks the Rotaract Committee for its report;
2. amends the Standard Rotaract Club Constitution to encourage a recommended number of 12 charter members to start a new Rotaract club, as shown in Appendix D, filed only with the official copy of these minutes;
3. amends the Rotary Code of Policies as shown in Appendix E, filed only with the official copy of these minutes to:
 - a. limit official membership in a Rotaract club to only one Rotaract club;
 - b. allow Rotaract members to be elected as honorary members to more than one Rotaract club;
 - c. limit Rotaract clubs from electing a number of honorary members that exceeds ten percent of the number of active members in the club;
 - d. allow for the establishment of Rotaract satellite clubs;
 - e. encourage the creation of RYLA programs for and by Rotaractors;
4. agrees to submit to the 2022 Council on Legislation the enactments as shown in Appendix F to:
 - a. allow Rotaractors to serve on RI Committees where appropriate;
 - b. provide for representation by Rotaractors at the Councils.

70. Rotary Youth Exchange Program Updates

Statement: In decision 180, June 2020, the Board took several decision regarding the Youth Exchange program in response to the global COVID-19 pandemic. In light of the pandemic's continued prevalence, the Board discussed canceling all youth exchanges through the end of the Rotary year. For the Secretariat to be optimally responsive in emergency situations once the Youth Exchange program resumes, the general secretary recommended changes to policy regarding the collecting and storing of Rotary Youth Exchange participant data.

DECISION: The Board

1. agrees that in light of the ongoing global COVID-19 pandemic, districts may not conduct long-term or short-term Rotary Youth Exchange through 30 June 2021 and amends its decision 180, June 2020, pt. 3 accordingly:

180. 2020–21 Youth Exchange Program Risk Assessment

- ~~3. Districts may conduct long term Rotary Youth Exchange in the 2020–21 Rotary year beginning 1 January 2021 provided that they confirm they understand and agree to administer Rotary's Youth Exchange program in accordance with 2020–21 certification requirements and before administering exchanges follow additional safety measures, including:~~
2. requests the general secretary to begin collecting and storing Youth Exchange participant data and contact information when program operations resume;
3. reaffirms its previous recommendation (decision 180, June 2020, pt. 7) that districts should keep those youth who would have otherwise participated in Rotary Youth Exchange engaged alternatively through virtual (online only) exchanges or other Rotary programs such as Interact and Rotary Youth Leadership Awards (RYLA).

71. New Rotary Action Group Proposals

Statement: The general secretary received proposals for the establishment of two new Rotary Action Groups. The Board considered these proposals per the minimum criteria for Rotary Action Groups provided in Rotary Code of Policies section 42.020.

DECISION: The Board

1. agrees to recognize the Rotary Action Group for Refugees, Forced Displacement, and Migration;
2. denies recognition of the Rotary Action Group for Sustainable Development but encourages its organizers to join existing Rotary Action Groups that align with their expertise and also to consider joining the proposed Rotary Fellowship for Global Development, currently in formation.

72. Update on Future RI Conventions

Statement: The general secretary reported that due to the COVID-19 pandemic, planned trips to inspect possible host convention sites must be postponed, thereby changing the timeline for selections of the 2027, 2028, and 2029 Rotary conventions.

DECISION: The Board

1. receives the general secretary's update on the status of future RI conventions;
2. requests the general secretary to delay site visits to the 2026 RI convention finalist cities Krakow, Poland, and Manila, Philippines, until 2021 and revises the selection timeline accordingly;
3. revises the timeline for 2027–2029 RI conventions site selections to start in April 2021 and to extend to a third year if necessary, once a decision is taken on the Honolulu bid in January 2021.

73. 2021 RI (Taipei) Convention Registration Fee Structure Adjustment

Statement: Due to the uncertainties posed by the COVID-19 pandemic, the general secretary recommended that the Board extend its registration deadline for the Taipei convention.

DECISION: The Board extends the current registration fee for all registration categories to be in effect through 11:59 p.m. US CST on 15 February 2021.

74. Vocational Assistance Program Pilot Update

Statement: In decision 184, June 2020, the Board supported the piloting of a program that provides vocational help to Rotarians during the COVID-19 pandemic and requested an interim report at this meeting. The general secretary reported that the program was piloted in Districts 6440 and 6450 (Illinois, USA) and included a framework to provide vocational support through business networking opportunities, development

of a Rotary business directory, offering vocational mentoring, financial information, and career services, and the development of an ideas blog for Rotarians to share vocational success stories and other vocation-related content.

DECISION: The Board receives the general secretary's interim report on the vocational assistance pilot program.

75. Finance Committee Report

Statement: The Finance Committee met virtually on 15–16 October and discussed the current state of Rotary finances, a fiscal year 2020 overview, potential legislation proposing a per capita dues increase, the RI/TRF allocation methodology, Rotaract dues policy, an update on accounting standards at Rotary, the status of enterprise projects, and the status of the new financial management system, among other topics.

DECISION: The Board

1. thanks the Finance Committee for its report;
2. acknowledges the impact on the five-year forecast of various membership per capita dues increase scenarios for fiscal years 2024, 2025, and 2026;
3. requests the Constitution and Bylaws Committee to draft legislation for submission to the 2022 Council on Legislation that would increase per capita dues by US\$2.00 for each fiscal year 2024, 2025, and 2026;
4. defer comprehensive review of the RI/TRF allocation percentages by cost center until the 2022–23 budget cycle;
5. agree to continue the status-quo allocation methodology and application of the Administrative Service Agreement terms for the 2021–22 budget process;
6. request the general secretary to survey “exception” cost centers for review as part of the 2021–22 budget process.

76. Investment Committee Report

Statement: The Investment Committee met 5 November and discussed the current asset allocation, investment performance, assumptions for the fiscal 2022 budget, and responsible investment principles, among other topics.

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

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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>Expenses:</u>	<u>2020–21</u>
70. Update on Future RI	
Conv.:	5,600

- Decisions taken at this meeting impacting future years:

<u>Expenses:</u>	<u>2021–22</u>	<u>2022–23</u>	<u>2023–24</u>
n/a	-	-	-

Adjournment

The foregoing is a true record of the proceedings at the November and December 2020 Rotary International Board of Directors meetings.

Holger Knaack
President

Andrew McDonald
Secretary of the Meeting

ATTEST:

John Hewko
General Secretary, RI

APPENDIX B

2021–22 ANNUAL GOALS

(Decision 59)

Together, we see a world where people unite and take action and create lasting change – across the world, in our communities, and in ourselves.

GOALS FOR PRIORITY 1 **INCREASE OUR IMPACT**

1. Eradicate polio and highlight Rotary's role.
2. Increase contributions to the Annual Fund and PolioPlus while building the Endowment Fund to \$2.025 billion by 2025.
3. Improve and effectively communicate the measurable impact of:
 - a. Service projects by clubs;
 - b. District grants, global grants, programs of scale, PolioPlus and the Rotary Peace Centers.
4. Build new partnerships, including opportunities with government agencies, to enhance the global footprint of humanitarian projects.
5. Focus our program efforts to increase our impact.

GOALS FOR PRIORITY 2 **EXPAND OUR REACH**

6. Grow Rotary membership to 1.3 million by:
 - a. Emphasizing "Each One, Bring One" as the call to action for attracting new and more diverse members into our existing clubs;
 - b. Increasing and diversifying participant base by starting new and innovative clubs and participant engagement channels.
 - c. Increasing the coordination and accountability of the directors, regional leaders and district membership chairs.
7. Strengthen Rotary's brand and image including increased focus on social media.

GOALS FOR PRIORITY 3 **ENHANCE PARTICIPANT ENGAGEMENT**

8. Enhance engagement with an emphasis on leveraging technology among Interact, Rotaract and Rotary club members and other Rotary participants.
9. Increase collaboration between all participants, in particular between Rotary clubs and Rotaract clubs.
10. Use our core values as a focus for engagement.
11. Enhance engagement through business networking opportunities amongst Rotary participants.

GOALS FOR PRIORITY 4

INCREASE OUR ABILITY TO ADAPT

12. Support and encourage the use of virtual connectivity to optimize in-person meetings, trainings, fundraising and service projects.
13. Review our volunteer leadership structure and improve responsibility and accountability.
14. Support regionalization of governance and service delivery.

APPENDIX C

PROPOSED LEGISLATION FOR THE 2022 COUNCIL ON LEGISLATION (Decision 64)

PROPOSED ENACTMENT 22-

To amend the qualifications for director and members of the director nominating committee

Proposer(s): Board of Directors of RI

*To amend the **BYLAWS** of Rotary International as follows*

Article 5 Board of Directors

5.080. Terms and Qualifications of Directors.

5.080.2. Qualifications.

A candidate shall have served a full term as governor before being proposed for director (unless the board determines that shorter service suffices), and at least three years must have elapsed since the candidate's service as governor. ~~The candidate shall have attended at least two Rotary institutes and one convention in the 36-month period before being proposed.~~ No person who served a full term as director, as defined in the bylaws or as determined by the board, may again be a director except as president or president-elect.

Article 11 Nominations and Elections for Directors

11.020. Selection of Director-nominee and Alternate by Nominating Committee Procedure.

11.020.3. Membership on Nominating Committee.

A nominating committee shall consist of one member from each district in the zone or section elected by the clubs of the district as provided. Each member shall be a past governor at the time of election, who is a member of a club in the relevant zone or section. ~~The members shall have attended (a) at least two Rotary institutes of the zone from which the director is being nominated and (b) one convention in the three years before serving on the committee. A district may, by a resolution adopted at a district conference by a majority vote of the electors present and voting, dispense with some or all of requirements (a) or (b), if the resolution applies only to the next nominating committee.~~ Members shall be elected for a term of one year. Directors or past directors shall not be eligible for membership on the nominating committee. No Rotarian shall serve more than twice as a

member of the nominating committee. Each member shall have one vote.

(End of Text)

PURPOSE AND EFFECT

In January 2019, the RI Board set a goal of having 30 percent of RI leadership positions filled by women by 2023. In September 2020 the Operations Review Committee noted that this goal is not likely to be met. To help address this, the Operations Review Committee recommended removing the current requirement that all candidates for director and membership on the director-nominating committee must have attended at least two Rotary institutes and one convention in the previous 36-months. Eliminating these requirements will help expand the number of Rotarians that are eligible to serve in these two positions.

APPENDIX F

PROPOSED LEGISLATION FOR THE 2022 COUNCIL ON LEGISLATION (Decision 69)

PROPOSED ENACTMENT 22-

To amend eligibility criteria of Membership on Committees.

Proposer(s): Board of Directors of RI

*To amend the **BYLAWS** of Rotary International as follows (page 46 MOP)*

17.080. Membership on Committees.

Except as otherwise provided in these bylaws, the president shall appoint the members of the committees and any subcommittees after consulting the board. Committees may include Rotaractors as members. The president shall designate the chair of each committee and subcommittee and serve as an ex officio member of all RI committees.

(End of Text)

PURPOSE AND EFFECT

With the elevation of Rotaract to a unique membership type in 2019, this enactment allows Rotaractors to apply for and be eligible to serve on any RI committee. The Bylaws currently only allow Rotarians to be appointed to RI committees unless otherwise stated.

*

PROPOSED ENACTMENT 22-

To amend who may propose legislation, resolutions, and who may serve as voting delegates

Proposer(s): Board of Directors of RI

*To amend the **BYLAWS** of Rotary International as follows (page 22 MOP)*

Article 7 Council on Legislation

7.020. Who May Propose Legislation.

Enactments may be proposed by a club, a Rotaract club, a district conference, the general council or conference of

RIBI, the council on legislation, or the board. Only the board may propose position statements. The board shall not propose legislation related to TRF without prior agreement by the TRF trustees.

7.030. District Endorsement of Club Legislation.

~~Club-proposed Club and Rotaract club-proposed~~ enactments must be endorsed by ~~its~~ the district at a district conference, a district legislation meeting, or an RIBI district council. Where time does not allow proposed enactments to be submitted to the district conference, a district legislation meeting, or RIBI district council, the proposed enactments may be submitted to the clubs of the district by a club ballot conducted by the governor. Any club ballot shall follow the procedure in section 12.050. as closely as possible. An enactment delivered to the general secretary shall be certified by the governor that it has been endorsed. Districts should not propose or endorse more than five enactments per council on legislation.

7.090. Extraordinary Meeting of the Council.

7.090.1. Notice.

An extraordinary meeting of the council on legislation may be called by the board in accordance with article 10, section 5 of the RI constitution. Notice of an extraordinary meeting and the legislation it will consider shall be sent to members and governors no later than 30 days before the meeting is scheduled to convene. The governors shall notify the clubs and Rotaract clubs in their districts.

7.090.3. Procedures.

The procedures for the regular meeting of the council on legislation shall apply at an extraordinary meeting with the following three exceptions:

7.090.3.1. Method of Meeting.

An extraordinary meeting may be convened in person or through electronic communications.

7.090.3.2. Report of Action.

The report of action provided for in subsection 9.150.1. shall be transmitted to the clubs and Rotaract clubs within seven days of the adjournment of the extraordinary meeting.

Article 8 Council on Resolutions

8.030. Who May Propose Resolutions.

Resolutions may be proposed by a club, a Rotaract club, a district conference, the general council or conference of RIBI, and the board.

8.040. District Endorsement of Club Resolutions.

~~Club proposed~~ Club and Rotaract club-proposed resolutions must be endorsed by the district at a district conference, a district legislation meeting, RIBI district council, or through a club ballot conducted by the governor, following the procedures in section 12.050. as closely as possible. A proposed resolution delivered to the general secretary shall be certified by the governor that it has been endorsed.

Article 9 Composition and Procedures of the Councils

9.010. Representatives and Rotaract Members.

Representatives and Rotaract members are the voting members of the council on legislation and council on resolutions. Each district elects one representative as provided in sections 9.050., 9.060., and 9.070. Additionally, each zone elects one Rotaractor to serve as a Rotaract member as provided in section 9.020.1. A non-districted club or Rotaract club shall select a district whose representative or delegate shall represent the club.

9.020. Qualifications of Representatives.

Each representative shall

- (a) be a member of a club in the district represented;
- (b) have served a full term as an RI officer at the time of election. However, if the governor certifies, and the RI president concurs, that no past officer is available in the district, a Rotarian who served less than a full term as governor or governor-elect may be elected; and
- (c) understand and be qualified, willing, and able to perform the duties and responsibilities of a representative.

9.020.1. Qualifications and Selection of Rotaract Members.

The qualifications and selection method of Rotaract members shall be determined by the board.

~~9.020.1.~~ 9.020.2. Not Eligible.

Non-voting members of the councils and full-time, salaried employees of RI, districts, ~~or clubs~~, or Rotaract clubs shall not serve as voting members of the councils.

9.030. Duties of Representatives and Rotaract Members.

A representative shall:

- (a) assist clubs and Rotaract clubs in preparing enactments and resolutions;
- (b) discuss legislation and resolutions at district conferences and other district meetings;
- (c) be knowledgeable about the attitudes of Rotarians and Rotaractors within the district;
- (d) consider carefully all legislation and resolutions presented to the councils and effectively communicate their views to the councils;
- (e) act as an objective legislator of RI;
- (f) attend the meeting of the council on legislation for its full duration;
- (g) participate in the council on resolutions; and
- (h) report on council deliberations to the clubs and Rotaract clubs of the district.

9.040. Terms of Representatives and Rotaract Members.

The term of a representative or Rotaract members begins on 1 July in the year after the year of selection. Each representative or Rotaract member shall serve a term of three years or until a successor is selected and certified.

9.080. Report and Publication of Representatives' and Delegates' Names.

9.080.1. Report by Governor to General Secretary.

The governor shall report the names of the representative and alternate to the general secretary immediately following their selection. Directors shall report the names of the Rotaract members for each of their zones.

9.080.2. Publication of Representatives and Rotaract Member to Council Meetings.

At least 30 days before a council convenes, the general secretary shall publish the names of all representatives and delegates to each representative and delegate ~~the names of all representatives.~~

9.090. ~~Representative or Alternate~~ Representative, Alternate, or Rotaract Member Unable to Serve.

If a representative is unable to serve, the alternate becomes the new representative. If the alternate is unable to serve or none was selected, the governor shall select a qualified member of a club in the district as the new representative. If the Rotaract member is unable to serve, the director shall select a qualified member of a Rotaract club in the zone as the new Rotaract member.

9.100. Credentials.

The general secretary shall certify the credentials of representatives and delegates, subject to review by the council on legislation.

9.150. Post-Council Proceedings.

9.150.1. Reports.

Within ten days after a council adjourns, the chair shall send a report to the general secretary about the council's actions. Within two months after a council adjourns, the general secretary shall send a report to each club and Rotaract club about all adopted legislation or resolutions. The report shall be accompanied by a form where a club may record its opposition.

(End of Text)

PURPOSE AND EFFECT

The purpose of this enactment is to allow Rotaract clubs to submit legislation to the Councils in acknowledgement of their status of a unique membership type of RI. Additionally, 34 Rotaractors will serve as voting delegates to represent Rotaract membership at the Councils.

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