

MINUTES

of the

APRIL 2023

ROTARY FOUNDATION

BOARD OF TRUSTEES MEETING

One Rotary Center 1560 Sherman Ave., Evanston, IL 60201 USA

ROTARY FOUNDATION TRUSTEES 2022–23

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Akira Miki Himeji Hyogo, Japan Rotary Club of Himeji

Greg E. Podd Paradise Valley, AZ, USA Rotary Club of Evergreen Marcelo Demétrio Haick São Paulo, Brazil Rotary Club of Santos-Praia

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

> Mark Daniel Maloney Decatur, AL, USA Rotary Club of Decatur

Aziz Memon Karachi, Pakistan Rotary Club of Karachi

Bharat S. Pandya Maharashtra, India Rotary Club of Borivli, MH

Dean Rohrs British Columbia, Canada Rotary Club of Langley Central, BC

CONTENTS

72.	Approval of the January 2023 Meeting Minutes	1
73.	General Secretary's Report	1
74.	Ratification of Decisions Taken on Behalf of the Trustees	1
75.	Communications from the Board	2
76.	Delegation of Authority Review	2
77.	Associate Foundations Annual Report	2
78.	Associate Foundation Appointments	2
79.	Establishment of Associate Foundation in Italy	3
80.	Selection of 2023 Council on Resolutions Trustee Representative	3
81.	Review of District Rotary Foundation Committee and Subcommittee Responsibilities	3
82.	Diversity, Equity, and Inclusion Task Force Report	4
83.	Attendance of Trustees at Multidistrict PETS	4
84.	Regional Leaders in Great Britain & Ireland.	4
85.	Regional Leader Qualifications	5
86.	Fund Development Committee Report	5
87.	Corporate Social Responsibility Grants Programs in Australia and Brazil	5
88.	Corporate Social Responsibility Grants Expansion Criteria	6
89.	Strategic Partnership Giving Opportunities	6
90.	Paul F. Bride Estate Gift	6
91.	Endowment Fund US\$2.025 Billion by 2025 Regional Training in 2023–24	6
92.	Rotary Peace Fellowship Application and Selection Process Updates	7
93.	Rotary Peace Center at Chulalongkorn University Partnership Update	7
94.	Biennial Review of Grant Terms and Conditions and District and Club Qualifications MOU	7
95.	Grant Model Evaluation Update	7
96.	Grant Model Enhancement Working Group Report	8
97.	Disaster Response Grant Enhancements	8
98.	Disaster Response for Turkey and Syria	9
99.	Strategic Funding Partners for Large-Scale, Programmatic Efforts	9
100.	Programs of Scale Award	9
101.	Area of Focus Policy Statement Update—Environment	10
102.	Stewardship Committee Report: Allegations	10
103.	World Reporting Analysis for Rotary Grants	11
104.	District Recognition for Grant Reporting	11
105.	The Rotary Foundation Financial Review	12
Fina	nce Committee Report (106–107)	
1	06. 2023–24 Rotary Foundation Budget	12
1	07. 2023–24 Endowment Fund Spendable Earnings	12
	Audit Committee Report	
109.	Investment Committee Report	12

Appendices

A.*	Delegation of Authority Review (Decision 76)	
B. *	Fondazione Rotary Italia—ETS Bylaws (Decision 79)	
C.	Amendments to the Rotary Foundation Code of Polices Regarding the District Rotary Foundation	
	Committee and Subcommittee Terms of Reference (Decision 81)	14
D.	DEI Advisory Council Terms of Reference (Decision 82)	19
E.	Major Gifts Initiative Goals (Decision 86)	21
F.	Corporate Social Responsibility Grants/Corporate Funded Grants Program (Decision 88)	22

G.	Strategic Partnership Giving Opportunities (Decision 89)	23
H.	Rotary Peace Fellowship Application and Selection Process (Decision 92)	24
I.	Amendments to the Rotary Code of Policies Regarding The Rotary Peace Centers (Decision 92)	25
J.*	Terms and Conditions: District Grants & Global Grants (Decision 94)	
K.*	Club Qualification/District Qualification Memorandum of Understanding (Decision 94)	
L.	Success Criteria for Disasters of Magnitude (Decision 97)	28
M.*	Amendments to the Rotary Foundation Code of Policies regarding the Environment Area of Focus	
	Policy Statement (Decision 101)	

*filed only with the official copy of these minutes

MINUTES

of

THE ROTARY FOUNDATION BOARD OF TRUSTEES

APRIL 2023 MEETING

The Rotary Foundation Board of Trustees met on 3–5 April 2023 in Evanston, IL, USA.

Present were: Chair Ian H.S. Riseley, Chair-elect Barry Rassin, other Trustees Jorge Aufranc, Marcelo Haick, Martha Peak Helman, Holger Knaack, Hsiu Ming Lin, Mark Daniel Maloney, Geeta K. Manek, Aziz Memon, Akira Miki, Bharat Pandya, Greg Podd, and Dean Rohrs. Vice Chair Larry A. Lunsford and General Secretary John Hewko were unable to attend this meeting. Director Pat Merryweather-Arges attended as Board liaison.

At the invitation of the chair, also attending were Incoming Trustees Chun-Wook Hyun, Carlos Sandoval Delgado, and Dennis Shore. Incoming Trustee Jennifer Jones was unable to attend this meeting.

Andrew McDonald served as secretary of the meeting with assistance from Matt Hohmann. Other staff present (in-person or virtually) were Jim Barnes, David Bender, Michele Berg, Karena Bierman, Julie Burke, Meredith Burlew, Sarah Crawford, Paul Haisman, Armando Huerta, April Jensen, Eric Jones, Patrick Nunes, Carol Pandak, Steven Routburg, Christine Sanders, Eric Schmelling, Doris Xie, Kate Yonan, and Nora Zei. Nobuko Andrews, Sandra LeBlanc, Ligia Lima, and Eiko Terao served as staff interpreters.

* * * * * *

72. Approval of the January 2023 Meeting Minutes

Statement: The general secretary distributed the January 2023 Trustee meeting minutes to each trustee.

DECISION: The Trustees approve their January 2023 meeting minutes and request the chairman to sign the official copy of those minutes.

73. General Secretary's Report

Statement: The general secretary provided a written report on the work at the Secretariat since the January 2023 Trustees meeting. Chief Philanthropy Officer Eric Schmelling updated the Trustees on recent fundraising efforts, including 2022–23 fundraising goal results, the

status of Rotary's endowment fund (US\$2.025 billion by 2025), corporate social responsibility in India, and the status of PolioPlus fundraising. Chief Programs and Member Services Officer Jim Barnes updated the Trustees on the status of District Grants, Global Grants, and Disaster Response Grants.

DECISION: The Trustees receive the general secretary's report on the activities at the Secretariat since the January 2023 Trustees meeting.

74. Ratification of Decisions Taken on Behalf of the Trustees

Statement: Rotary Foundation Bylaws section 5.10 states that any officer acting on behalf of the Trustees shall report such action to the Trustees at their next scheduled meeting. Rotary Foundation Code of Polices provides for the delegation of authority to the chair, chair-elect, or general secretary to act on the Trustees' behalf on specific matters. The general secretary reported that several decisions were taken on the Trustees' behalf in accordance with this policy, including the approval of Rotary grants, Cadre of Technical Adviser audits, and PolioPlus partners funding requests.

DECISION: The Trustees ratify the decisions taken on their behalf by those authorized to do so between 3 December 2022 and 3 March 2023, as summarized below:

District grants

• 31 district grants awarded for a total of US\$1,415,948 in DDF

Disaster Response grants

- 11 disaster response grants awarded for a total of \$275,000
- 2 disaster response grants for Pakistan awarded for a total of \$100,000
- 4 disaster response grants for Turkey/Syria awarded for a total of \$97,412
- 9 disaster response grants for Ukraine awarded for a total of \$500,000

Global grants

• 203 global grants awarded for a total of \$3,603,670 in World Fund (\$13,438,483 total funding)

TRF Cadre of Technical Advisers

- 29 grants reviewed, including
- 22 interim monitor site visits
- 4 random audits
- 2 operational audits
- 1 technical review
- 2 programs of scale site visits

75. Communications from the Board

Statement: Board liaison to the Trustees, Director Merryweather-Arges, reported that at its January 2023 meeting the Board took nine decisions of interest to the Trustees. The Board had requested the Trustees to concur with its decision establishing a Joint DEI Advisory Council (see item 81 in these minutes) and requested the Trustees to establish corresponding changes to pilot procedures for regional leaders in Great Britain and Ireland (see item 83 in these minutes).

DECISION: The Trustees note the following decision from the January 2023 Board meeting:

- 63. Communications from the Trustees
- 64. Trustee Election
- 67. 2023–24 RI Committees Structure and Appointments
- 82. Diversity, Equity, and Inclusion Task Force Update
- 84. Regional Leaders in Great Britain & Ireland
- 85. 2022–23 Service Awards Committee Report
- 86. Learning Committee Report
- Rotary International Convention Site Selection in 2028 and 2030
- 90. COVID-19 Protocols for 2023 International Convention

76. Delegation of Authority Review

Statement: The Rotary Foundation Code of Policies provides for a comprehensive delegation of authority regarding certain program and administrative matters to its chair, chair-elect, and the general secretary. The Trustees annually review the delegation of authority at their April meeting.

DECISION: The Trustees approve the delegation of authority as shown in Appendix A, filed only with the official copy of these minutes.

77. Associate Foundations Annual Report

Statement: The Rotary Foundation Code of Policies requires the general secretary to provide an annual update on the activities and financial status of each associate foundation at the April Trustees meeting. Current associate Foundations are:

- Rotary Foundation Australia (RFA) and The Australian Rotary Foundation Trust (TARFT)
- Associação Brasileira da The Rotary Foundation (ABTRF)
- The Rotary Foundation Canada (TRFC)
- Rotary Deutschland Gemeindienst (RDG) / Deutsche Rotarische Stiftung (DRS)
- Rotary Foundation India (RFI)
- Public Interest Incorporated Foundation Rotary Foundation Japan (PIIF-RFJ)
- Rotary Foundation of the United Kingdom (RFUK)
- Rotary Foundation Korea (RFK)

The update included a review of contributions handled by each associate foundation (totaling US\$84.8 million in 2022), management structure, tax benefits, preferred arrangements, and Foundation programs supported, among other issues.

DECISION: The Trustees receive the general secretary's annual report on the associate foundations.

78. Associate Foundation Appointments

Statement: The associate foundations have differing requirements for their director appointments. The Trustees considered appointments in accordance with each associate foundation's governing documents.

- 1. thank Chair Ian Riseley for his dedicated service as Rotary Foundation Trustee liaison to Rotary Foundation Australia Limited's board of directors, and as trustee member of Rotary Foundation India's General Body;
- 2. thank Trustee Dean Rohrs for her dedicated service as Rotary Foundation Trustee liaison to The Rotary Foundation Canada's board of directors;
- thank Past Trustee SangKoo Yun for his dedicated service as Rotary Foundation Trustee liaison to Rotary Foundation Korea's board of directors;

- 4. appoint incoming Trustee Chun-Wook Hyun as Rotary Foundation Trustee liaison to Rotary Foundation Korea's board of directors;
- 5. appoint incoming Trustee Dennis Shore as Rotary Foundation Trustee liaison to Rotary Foundation Australia Limited's board of directors;
- 6. appoint RI President and incoming Trustee Jennifer Jones as Rotary Foundation Trustee liaison to The Rotary Foundation Canada's board of directors;
- 7. extend Trustee Marcelo Haick's term as Rotary Foundation Trustee liaison to Associação Brasileira da The Rotary Foundation board of directors;
- 8. appoint Trustee Chair-elect Barry Rassin to serve as Trustee member of Rotary Foundation India's General Body and request the Rotary Foundation India secretary to enter the name in the appropriate records;
- 9. appoint Past District Governor Wendy Protheroe and reappoint RI Director Jessie Harman, Past District Governor Tony Heading and incoming Trustee Dennis Shore to serve as directors of Rotary Foundation Australia Limited;
- 10. appoint Past District Governor Andreas Prager to serve as member of Deutsche Rotarische Stiftung's Advisory Council;
- 11. agree to be members of The Rotary Foundation Canada and request the Rotary Foundation Canada secretary to enter the trustees' names in the appropriate records;
- 12. agree to be members of The Rotary Foundation United Kingdom and request the Rotary Foundation United Kingdom secretary to enter the trustees' names in the appropriate records as provided in the foundation's articles of association.

79. Establishment of Associate Foundation in Italy

Statement: In decision 50, January 2023, the Trustees approved establishment of an associate foundation in Italy. The general secretary reported that under advisement of Italian legal counsel, to comply with Italian law, the Trustees must take an official decision that establishes the name of the foundation and its initial capital funding amount, appoints members of the foundation's board of directors, the auditor, and tax agent, and further appoints a power-of-attorney to be

present on the day the associate foundation is officially established in Italy.

DECISION: The Trustees

- 1. agree to the establishment of "Fondazione Rotary Italia—Ente del Terzo settor" as an associate foundation in Italy and further approve
 - a. the Fondazione Rotary Italia—ETS bylaws, as shown in Appendix B, filed only with the official copy of these minutes;
 - b. up to US\$35,000 as the initial capital funding amount for Fondazione Rotary Italia—ETS;
- 2. appoint Past RI Director Francesco Arezzo, Deputy General Secretary Michele Berg, and Chief Philanthropy Officer Eric Schmelling to the Fondazione Rotary Italia–ETS board of directors;
- 3. appoint Antonello De Gennaro of the firm Studio TDL as auditor and tax agent for Fondazione Rotary Italia–ETS;
- 4. appoint Marco Nicosia to represent The Rotary Foundation to Italian authorities in the establishment of the Fondazione Rotary Italia–ETS.

80. Selection of 2023 Council on Resolutions Trustee Representative

Statement: The RI Bylaws provide for the Trustees to elect a trustee representative to the Council on Resolutions as a non-voting Council member. The Trustees' representative's role is to serve as the voice of the Trustees at the Council and to be familiar with any resolutions that may affect The Rotary Foundation. While the Trustees' representative may participate in debate, the representative does not vote.

DECISION: The Trustees pursuant to RI Bylaws section 9.110.6., elect Trustee Greg Podd as a non-voting member of the 2023 Council on Resolutions.

81. Review of District Rotary Foundation Committee and Subcommittee Responsibilities

Statement: In decision 33, October 2022, the Trustees approved the creation of a task force to review the terms of reference of the five required district Rotary Foundation subcommittees and to develop duties for these committees' chairs, for report at this meeting. The task force suggested several Code amendments addressing the qualifications, training expectations,

duties, and responsibilities of the district Rotary Foundation committee and its chair.

DECISION: The Trustees amend the Rotary Foundation Code of Policies regarding the District Rotary Foundation Committee and subcommittees terms of reference, as shown in Appendix C.

82. Diversity, Equity, and Inclusion Task Force Report

Statement: The Diversity, Equity, and Inclusion (DEI) Task Force is scheduled to end its term on 30 June 2023. The task force reported that Rotary member surveys indicate that focusing on providing a welcoming and inclusive club culture (as promoted by DEI initiatives) would enhance membership engagement and retention. The task force further noted that DEI initiatives are highly valued by Rotaract and Interact members-a key source of future Rotary members. The task force suggested, therefore, that its work should be part of Rotary's ongoing operations through a DEI Advisory Council, which would advise both the Board and Trustees on initiatives to increase the organization's openness and appeal. The Board, in its decision 82, January 2023, had agreed to the creation of this joint advisory council and requested the Trustees to concur with this decision.

DECISION: The Trustees

- 1. thank the Diversity, Equity, and Inclusion Task Force for its report;
- 2. agree to the creation of a Joint DEI Advisory Council, effective 1 July 2023, with terms of reference as shown in Appendix D.

83. Attendance of Trustees at Multidistrict PETS

Statement: Trustee Rassin noted that historically multidistrict PETS have not fully taken advantage of the subsidy provided by The Rotary Foundation to fund a current trustee to attend these events to educate incoming club presidents on Foundation programs and fundraising opportunities and, therefore, suggested the Trustees amend their policy to encourage multidistrict PETS organizers to take advantage of this subsidy and to expand provisions for its use.

DECISION: The Trustees

1. amend The Rotary Foundation Code of Policies regarding trustee attendance at multidistrict PETS as follows:

20.090. <u>Attendance of Trustees at Multidistrict PETS</u> Given the importance of informing club presidentselect of Foundation programs and fund-raising, and to encourage organizers of multidistrict PETS to invite trustees to their meetings to speak about The Rotary Foundation to club presidents-elect, Tthe Trustees authorize an additional travel expense <u>a</u> subsidy of up to US\$1,000 for each <u>multidistrict PETS to fund or</u> <u>subsidize the travel expense of a trustee who is invited</u>, willing, and able to accept the invitation to <u>attend and</u> serve as a featured speaker at <u>a such</u> multidistrict PETS.

Travel expense subsidies are limited to one allocation per year for each multidistrict PETS, and three allocations per year for each trustee.

2. request the trustee chair-elect to annually notify district governors-nominee and district governors-elect of the availability of this funding and encourage the president-elect to join in such invitation.

84. Regional Leaders in Great Britain & Ireland

Statement: Rotary in Great Britain and Ireland is participating in a new governance pilot in accordance with provisions approved by the 2022 Council on Legislation. In implementing this pilot, the general secretary noted some necessary operational changes and funding needs for the Trustees' consideration.

- 1. as a part of the governance pilot in Great Britain and Ireland (GB&I), requests the Trustee chair and future chairs to appoint regional Rotary Foundation coordinators, endowment/major gifts advisers, and End Polio Now coordinators in region 20-21 for a two-year term based on the individual selected by GB&I regional board for these positions;
- 2. request the GB&I regional board to administer the application and selection process, manage budgets and performance evaluations, and undertake any necessary remediation for the positions noted in point 1 above for the duration of the pilot;
- 3. agree to provide funding directly to the GB&I regional board for the fieldwork of these regional

leaders, consistent with budgeting levels for the other regional leader positions, for the duration of the pilot.

85. Regional Leader Qualifications

Statement: The Trustees discussed how the Foundation roles of regional Rotary Foundation coordinator, endowment major gift advisor, and End Polio Now coordinator require a significant time commitment by those serving in these roles such that successfully carrying out the roles' duties and responsibilities precludes simultaneously serving in other time-intensive zone- or district-level positions.

DECISION: The Trustees amends the Rotary Foundation Code of Policies regarding regional Rotary Foundation coordinator, endowment major gift advisor, and End Polio Now coordinator qualifications as follows:

24.020.2. <u>Qualifications</u> [text omitted]

Due to the intensive nature of this role and to expand leadership opportunities, RRFCs should shall not simultaneously hold other time-intensive Rotary appointments positions at the district or zone level. To avoid a conflict of interest, RRFCs shall not also concurrently serve as the District Rotary Foundation Committee Chair (DRFC).

24.030.2. <u>Qualifications</u> [text omitted]

Due to the intensive nature of this role and to expand leadership opportunities, E/MGAs should shall not simultaneously hold other time-intensive Rotary appointments positions at the district or zone level. To avoid conflict of interest and role overlap, E/MGAs should not serve concurrently as the district endowment/major gifts subcommittee chair or the district Rotary Foundation chair.

24.040.2. Qualifications

[text omitted]

Due to the intensive nature of this role and to expand leadership opportunities, EPNCs should shall not simultaneously hold other time-intensive Rotary appointments positions at the district or zone level. To avoid conflict of interest and role overlap, EPNCs should not serve concurrently as the district PolioPlus subcommittee chair or the district Rotary Foundation chair.

86. Fund Development Committee Report

Statement: The Fund Development Committee met virtually on 21 March 2023 and discussed Arch Klumph Society lounge policy, the 2023-24 Areas of Focus Initiative Major Gift goals, corporate social responsibility grant expansion criteria, strategic partnership giving opportunities, disaster response grant enhancements, the US\$2.025 billion by 2025 goal, and strategic funding partners for large-scale programmatic efforts, among other topics.

DECISION: The Trustees

- 1. thank the Fund Development Committee for its report;
- 2. agree to provide Legacy Society members access to the Arch Klumph Society lounge;
- 3. request the general secretary to review the name of the lounge and guest policy;
- 4. establish a moratorium on the implementation of any changes to the donor recognition program until the US\$2.025 billion by 2025 campaign has concluded;
- request the Fund Development Committee to begin reviewing all donor recognition, including Arch Klumph and Legacy Society levels and tangible recognition items, so changes can be implemented during the 2025–26 Rotary year;
- 6. approve the 2023–24 Areas of Focus Major Gift Initiative goals and the overall 2025 Major Gift Initiative goal, as shown in Appendix E.

87. Corporate Social Responsibility Grant Programs in Australia and Brazil

Statement: In decision 51, January 2023, the Trustees requested the general secretary to provide an update on the implementation of Corporate Social Responsibility (CSR) grants in Australia and Brazil. The general secretary reported that a cross-departmental Secretariat team developed processes and procedures for CSR programs in both countries, including establishing stewardship parameters, performing quality assurance tests to ensure the programs meet the specific technical requirements, establishing the necessary financial infrastructure, identifying potential corporate donors, and developing marketing material.

- 1. receive the general secretary's report on Corporate Social Responsibility grants in Australia and Brazil;
- 2. acknowledging the success of the Corporate Social Responsibility grant program in India, recognizing the potential for expanding the reach and increasing the impact of the Foundation through an expansion of the program in other countries, and in accordance with Rotary Foundation Bylaws section 2.4(d), request the RI Board to approve Corporate Social Responsibility (CSR)/Corporate-Funded Grants as a new Foundation program, as shown in Appendix F;
- note that all such CSR/Corporate-Funded grants are already subject to conflict-of-interest requirements of Rotary Foundation Code of Policies section 30.040.;
- 4. agree that all such CSR/Corporate-Funded grants shall be subject to the stewardship requirements of Rotary Foundation Code of Policies section 34.010., and be subject to grant application review and the same level of stewardship site visits applicable to global grants as found in Rotary Foundation Code of Policies section 33.050.3.C.3;
- 5. with respect to India CSR grants, agree that required stewardship visits will be effective with grants approved on or after 1 July 2023;
- 6. request the general secretary to report to the Trustees at their October 2023 meeting the terms and conditions and memoranda of understanding for CSR/Corporate-Funded Grants in India and in Australia and Brazil.

88. Corporate Social Responsibility Grants Expansion Criteria

Statement: In decision 19, October 2022, the Trustees agreed to discuss establishing the criteria for the possible expansion of CSR grants at this meeting. The Trustees reviewed several possible criteria for expanding the CSR grants program to other countries including determining the current and potential level of Rotary Foundation corporate support in the country, governmental guidelines for corporate charitable support, determining if and how an existing corporate charitable contributions process works in the country, the relationship between Rotary members and a country's corporations, and assessing a cost/benefit analysis of such a CSR program in a given country.

DECISION: The Trustees

- 1. receive the general secretary's report on establishing the criteria for the possible expansion of Corporate Social Responsibility (CSR)/Corporate-Funded Grants;
- 2. request the Programs Committee to develop grant policy for CSR/Corporate-Funded Grants, including criteria for establishing such grants in additional countries, for report to the Trustees at their October 2023 meeting.

89. Strategic Partnerships Giving Opportunities

Statement: Strategic partnerships are large-scale, multiyear programmatic relationships with other organizations in support of Rotary's strategic plan and provide members an opportunity to offer their knowledge, skills, and advocacy toward a cause aligned with Rotary's areas of focus. Strategic partnerships are supported primarily through the World Fund. To offer a non-World Fund funding source, the Trustees discussed expanding strategic partnership giving opportunities for organizations, businesses, and individuals.

DECISION: The Trustees approve the strategic partnerships giving opportunities, as shown in Appendix G.

90. Paul F. Bride Estate Gift

Statement: Trustee policy requires the general secretary to inform the Trustee of all unrestricted gifts to The Rotary Foundation of US\$250,000 or more. The general secretary reported that The Rotary Foundation was a recent beneficiary of a \$1.6 million gift from the Paul F. Bride estate, with the stipulation that the gift be used to provide scholarship assistance to US students. Mr. Bride was a member of the Rotary Club of Pinehurst, North Carolina, USA.

DECISION: The Trustees

- 1. receive with appreciation a gift of approximately US\$1.6 million from the estate of Paul F. Bride;
- 2. affirm that this gift shall be placed in the Endowment Fund with future spendable earnings directed to a Rotary Peace Fellowship to be awarded to a fellow from the United States.

91. Endowment Fund 2025 by 2025 Regional Training in 2023-24

Statement: Trustee Maloney suggested that leading up to the final year of the US\$2.025 billion by 2025 campaign,

additional training should be provided to endowment/ major gift advisers and regional Rotary Foundation coordinators to help increase their effectiveness in securing major gifts for The Rotary Foundation.

DECISION: The Trustees

- request the general secretary to organize and conduct nine supplemental regional training events for incoming, first, and second-year endowment/major gift advisers, regional Rotary Foundation coordinators and the appropriate staff gift officers during Rotary year 2023–24;
- 2. authorize 2024–25 Trustee Chair Maloney to determine specific training locations and the trustee representative to attend each regional training;
- 3. approve an additional US\$125,000 for inclusion in the FY24 budget.

92. Rotary Peace Fellowship Application and Selection Process Updates

Statement: The Rotary Peace Centers Committee met virtually on 7 February 2023. Noting that over the past several years qualified Peace Fellowship applications have increased 130 percent, the committee discussed strategies for streamlining the Rotary Peace Fellowship application process to ensure a fair and equitable experience for candidates. The committee recommended several changes for the 2024 application process, including increasing the number of applicant evaluators and enhancements to the evaluator's role, allowing for a district recommendation, providing for short candidate video responses to application questions, and providing more time for the partner university review.

DECISION: The Trustees

- 1. thank the Rotary Peace Centers Committee for its report;
- 2. approve the updated Rotary Peace Fellowship application and selection process as shown in Appendix H;
- 3. amend the Rotary Foundation Code of Policies regarding the updated application and selection process and other non-substantive changes as shown in Appendix I.

93. Rotary Peace Centers Chulalongkorn University Partnership Update

Statement: The Rotary Peace Center program in Chulalongkorn University has been on pause since October 2022 while the general secretary and Rotary Peace Centers Committee conducted an evaluation of the program. After an extensive review and site visit to Chulalongkorn University, the committee recommended closing the peace center, but maintaining a Rotary Peace Center in Asia.

DECISION: The Trustees

- 1. receive the report on the January 2023 evaluation visit to Chulalongkorn University and thank Rotary Peace Center Committee Chair Chris Offer for his work in conducting the visit;
- 2. agree to close the Rotary Peace Center at Chulalongkorn University and request the general secretary to undertake all necessary procedures to prepare for the closure of the center by no later than 31 August 2023;
- 3. approve the establishment of a search committee to explore new Rotary Peace Center partnership opportunities for the certificate program in Asia.

94. Biennial Review of Grant Terms and Conditions and District and Club Qualifications MOU

Statement: Rotary Foundation Code of Policies provides that the general secretary establishes terms and conditions for Foundation grants that are consistent with Trustee policy and that a memoranda of understanding be prepared for district qualification and club qualification, incorporating appropriate provisions of grant policy and the terms and conditions. The Trustees review these grant terms and conditions and memoranda of understanding every two years.

DECISION: The Trustees receive the Terms and Conditions for Rotary Foundation District Grants and Global Grants and the district and club Qualification Memoranda of Understanding as shown in Appendix J and K, filed only with the official copy of the minutes.

95. Grant Model Evaluation Update

Statement: To ensure Rotary grants produce sustainable results that align with the Foundation's priorities and areas of focus and continue to engage Rotary members,

Trustee policy provides that the general secretary regularly evaluates the grant model. The full evaluation comprises six questions sent to global grants sponsors, district Rotary Foundation Committee chairs, the cadre of technical advisers, program participants, and cooperating organizations. In this abridged evaluation, the general secretary reported on a survey question that sought to determine to what extent the grant model enables or hinders participation in grants. Survey results showed that a quarter of Rotary members have participated in global grants, and very few reported problems engaging in the process. Eighty-six percent of the respondents indicated that they were satisfied with the process, 93 percent indicated that the participation was important to their member experience, and 83 percent said they would apply for another grant. To allow for a full evaluation cycle to be completed and to allow enough time to analyze the data, the general secretary recommended that the reporting requirements be amended from bi-annually, to annually.

DECISION: The Trustees

- 1. receive the general secretary's grant model evaluation update;
- 2. amend the Rotary Foundation Code of Policies regarding the evaluation plan for Foundation grants programs as follows:

33.090. <u>Evaluation Plan for Foundation Grants</u> <u>Program</u>

Evaluation and measurement are critical elements of the Foundation grants program. The Trustees have requested the general secretary to include Foundation grants program monitoring in each October and April Trustees meeting agenda through review and evaluation of performance measures.

[text omitted]

96. Grant Model Enhancement Working Group Report

Statement: In decision 26, October 2022, the Trustees approved the development of a working group to review the current Rotary Foundation grants model and develop recommendations for enhancing the model to address ongoing societal changes and to address evolving needs and opportunities. Over the course of multiple meetings, the working group reviewed global grant applicant survey results and area of focus guidelines for global grants where they align with the emerging threats of

migration and water and food scarcity. The working group updated the Trustees on the status of their work.

DECISION: The Trustees thank the Grant Model Enhancement Working Group for its report and request an update at the June 2023 Trustees meeting.

97. Disaster Response Grant Enhancements

Statement: In decision 52, January 2023, the Trustees agreed to establish disaster response funds and grants for specific disasters in addition to the existing general Disaster Response Fund and requested the general secretary to provide an estimate of resources, costs, and a timeline for its implementation. A Disaster Response Working Group met regularly to address these matters and made several recommendations to the Trustees.

- 1. reaffirm that individual disaster response funds and grants may be established for specific disasters separate from the general Disaster Response Fund;
- 2. confirm that any individual Disaster Response Fund that is approved and created will be for a "disaster of magnitude;"
- 3. agree that a disaster of magnitude is eligible for the establishment of a separate fund if Rotary's presence in the impacted area is strong enough to ensure the successful implementation and oversight of disaster response grants, and it meets three of the following criteria:
 - a. it is a natural disaster
 - b. at least one million people are impacted, including physical injury or death, prolonged disruption to services, property damage, psychological distress, and physical displacement
 - c. it receives global news coverage
 - d. the economic capacity of the impacted area requires outside assistance for short-term stabilization and relief;
- 4. delegate authority to the Trustee chair to establish a Disaster of Magnitude Fund and amends the Rotary Foundation Code of Policies regarding the delegation of authority, as follows:

21.010. Delegation of Authority [text omitted]

- 7. approve the creation of a Disaster of Magnitude Fund that is eligible for increased Disaster Response grant awards of US\$50,000 and a maximum of two open grants per impacted district for a period of one year after being recommended by a current trustee, member of the RI Board, or the general secretary.
- 5. requests the general secretary to use the success criteria as shown in Appendix L, to evaluate the disasters of magnitude and the Disaster Response Fund and grants every three years, for report at the April 2026 Trustees meeting with annual interim updates at the Trustees' April meetings;
- 6. agree that the funds contributed in response to the earthquake in Turkey and Syria between 10 February and 31 March 2023 will be administered using the grant procedures for a "disaster of magnitude" and any funds unspent as of 29 February 2024 will be transferred to the general Disaster Response fund.

98. Disaster Response for Turkey and Syria

Statement: At a specially called meeting on 10 February, the Trustees' Executive Committee, acting on the Trustees' behalf, met to discuss how best to direct The Rotary Foundation's resources toward disaster relief efforts in Turkey and Syria after the 6 February 2023 earthquake in the region.

DECISION: The Trustees, the Executive Committee acting on their behalf,

- 1. agree that due to the sudden and extreme needs prompted by the 2023 earthquake in Turkey and Syria, contributions, including unallocated District Designated Funds, received until 31 March 2023, to the general Disaster Response Fund shall be allocated for immediate relief in the impacted areas;
- 2. agree that District 2430 shall be eligible for a second Disaster Response Grant of up to US\$25,000;
- 3. agree that Districts 2420, 2440, and 2452 shall be eligible for Disaster Response Grants to assist with this relief following the standard procedures;

4. acknowledge that donors giving online will be advised of this via an announcement on the webpage and in electronic promotional appeals and materials.

99. Strategic Funding Partners for Large-scale, Programmatic Efforts

Statement: In decision 16, October 2022, the Trustees approved creation of a working group to propose a plan for attracting strategic funding partners for large-scale programmatic efforts. The working group identified challenges and opportunities in six areas key to attracting funding partners for large-scale projects: the Rotary Foundation's culture, size and location of a proposed program, the funding partner's strategic goals, donor recognition factors and TRF funding policy limitations, measurement and reporting of results, and staffing and resource needs.

DECISION: The Trustees

- 1. thank the Strategic Funding Partners for Large-scale, Programmatic Efforts Working Group for its report;
- 2. request Chair-elect Rassin to continue this working group in 2023–24 to provide a full analysis of challenges and opportunities in large-scale programmatic efforts, for report at the October 2023 Trustees meeting.

100. Programs of Scale Award

Statement: Programs of Scale are large-scale, highimpact, and long-term projects with a partner organization. Proposed programs are reviewed using four criteria: scalability, sustainability, learning potential, and Rotary representation. Programs of Scale awardees receive a grant of US\$2 million. The general secretary reported that 38 proposals for the third Programs of Scale grant competition were submitted by the 1 August 2022 due date. A selection committee rated these proposals and selected the two top scoring Rotary member-led teams to submit full applications. In January 2023, a sixweek proposal review process began, including desk reviews, interviews, site visits, and meetings with involved Rotary members, program participants, and partners, and with government officials. The selection committee presented its final evaluation report to the Programs Committee for review.

- 1. grant the third Programs of Scale award of US\$2 million to Egyptian Girls Human Papilloma Virus Vaccination for Cancer-free Women (DPT);
- 2. formally recognize the Programs of Scale applicant Digital Interactive Classrooms in Public Education System in Panama (BEL) as a finalist:
- agree that the awardees listed in points 1 and 2 shall be kept confidential until announced at the 2023 RI (Melbourne) Convention;
- 4. request the 2023–24 Programs Committee to develop final grant policies and final terms and conditions for programs of scale grants, including parameters for involvement of Trustees and other volunteers in the selection process, for report at the October 2023 Trustees meeting.

101. Area of Focus Policy Statement Update— Environment

Statement: At the January 2023 meeting, the general secretary made several suggested amendments to the policy statement for the newest are of focus—the Environment. In decision 58, January 2023, the Trustees requested the Programs Committee to review the proposed amendments. Updates to the policy statement included expanding the number of funding categories to 12 project types, clarifying scholarship options, and clarifying additional language in the statement regarding aims and eligibility. The Trustees discussed how the area of focus policy statements may be simplified.

DECISION: The Trustees

- 1. amend the Rotary Foundation Code of Policies regarding the Environment area of focus policy statement, as shown in Appendix M, filed only with the official copy of these minutes;
- 2. request the Grant Model Enhancement Working Group to review the policy statements for the seven areas of focus to consider possibilities for simplifying the requirements for global grants, for report to the Trustees at their April 2024 meeting;
- 3. agree that the working group may meet in person up to two times in the 2023–24 year and request the general secretary to include the necessary funding in the budget for FY24.

102. Stewardship Committee Report: Allegations

Statement: To facilitate the work of the Stewardship Committee and in accordance with the Rotary Foundation Code of Policies, the Trustee receive semi-annual updates on stewardship allegations, investigations, and litigation.

- 1. thank Special Adviser Mary Beth Growney Selene for her report on the status of District 7255 (New York, USA) grant management and stewardship and request the general secretary to encourage the leadership of District 7255 to continue to implement the special adviser's recommendations;
- 2. request the general secretary to conduct an operational audit of District 7255 to be completed within 18-24 months;
- request the Board to terminate any Rotary or Rotaract club that retains in its membership the Rotary member from the Rotary Club of Nnewi, District 9142 (Nigeria) who served as the host primary contact of Global Grant 1980857;
- suspend the Rotary member from the Rotary Club of Winnipeg-Transcona, MB, Canada who served as the international primary contact of Global Grant 1980857 from participation in Rotary grants until 30 June 2028;
- 5. suspend the Rotary Club of Winnipeg-Transcona from participation in Rotary grants until 30 June 2025 and authorize the general secretary to recover misused funds from Global Grant 1980857;
- 6. authorize the general secretary to suspend District 9142 (Nigeria) and all member clubs from participation in Rotary grants if the outstanding audit requirements for Global Grant 1980857 are not met by 30 April 2023,
- thank Special Adviser Robert Waggwa Nsibirwa for his report on the status of District 9212 (Eritrea, Ethiopia, Kenya and South Sudan) grant management and stewardship;
- 8. thank the Rotary members and leadership of District 9212 for their cooperation with Special Adviser Nsibirwa in addressing stewardship matters and note that District 9212 has satisfied all audit requirements as requested by the Trustees in Decision 33, point 3

(October 2022), subject to the receipt of additional misappropriated funds pursuant to the agreed payment plans;

- 9. agree that clubs in Ethiopia shall be limited to five open global grants each while clubs in Eritrea, Kenya, and South Sudan shall continue to be limited to two open global grants each;
- suspend the Rotary member from the Rotary Club of La Jolla, CA, USA (District 5340) who served as the international primary contact of Global Grant 2122070 from participation in Rotary grants until 30 June 2026;
- suspend the Rotary Club of Mbale, District 9213 (Uganda) from participation in Rotary grants until 30 June 2025;
- 12. request the RI Board to terminate any Rotary or Rotaract club that retains in its membership the Rotary member from the Rotary Club of Ntungamo, District 9214 (Uganda) who served as the first host primary contact of Global Grant 1981953;
- request the District Rotary Foundation chair of District 1120 (United Kingdom) to provide additional grant management training to the Rotary Club of The North Downs, England, in consultation with the general secretary, to be completed by 30 September 2023 for the club to be considered qualified to participate in Rotary grants;
- 14. authorize the general secretary to suspend District 9220 (Comoro Islands, Djibouti, Madagascar, Mauritius, Mayotte, Reunion, and Seychelles) and all member clubs from participation in Rotary grants if any outstanding operational audit requirements are not met by 30 April 2023;
- 15. request the Trustee chair to appoint a special adviser to assist District 9220 in its enhancement of grant management and review of Foundation activities to serve until 30 June 2026 and request such adviser to report to the Stewardship Committee semi-annually;
- receive the report on the PolioPlus financial review of WHO Pakistan and thank Cadre auditor Alain Boey for his report;
- 17. thank the Rotary members and leadership of District 7020 (Caribbean) for their cooperation with the general secretary in addressing stewardship matters and note that District 7020 has satisfied all

operational audit requirements as requested by the Trustees in decision 34.2, October 2022;

18. request the RI Board to terminate any Rotary or Rotaract club that retains in its membership the Rotary members identified in the Trustees' October 2018, Decision 52, point 6, because those members misused funds from The Rotary Foundation and breached the stewardship policies of The Rotary Foundation.

103. World Reporting Analysis for Rotary Grants

Statement: The Rotary Foundation Code of Polices requires Rotary clubs and districts to be 100 percent current and compliant with grant reporting requirements. The general secretary provides a comprehensive report on the status of such grant reporting compliance at the April Trustees meeting.

DECISION: The Trustees receive the general secretary's report on grant reporting compliance.

104. District Recognition for Grant Reporting

Statement: To further encourage districts and clubs to remain compliant with their open grants reporting requirements, the general secretary suggested annually recognizing those districts that are significantly compliant in each of the four quarterly analyses.

DECISION: The Trustees agree to annually recognize districts that are at least 90 percent compliant with grant reporting requirements during each quarterly analysis conducted by the general secretary and amends the Rotary Foundation Code of Policies by adding the new section as follows:

34.050.3. <u>Recognizing Districts for Grant Reporting</u> <u>Compliance</u>

The general secretary will annually present an electronic certificate, bearing the signature of the Trustee chair, to each district that is at least 90 percent compliant with grant reporting requirements and meets the following criteria:

- a) The district (including its member clubs) must be at least 90 percent compliant with grant reporting requirements in each quarterly analysis performed by the general secretary;
- b) The district (including its member clubs) must have more than one open grant in each quarterly analysis;

- <u>c)</u> The district must be 100 percent compliant with grant reporting requirements for district grants and all district-sponsored grants in each quarterly analysis and at the time the certificate is presented;
 d) The district must not be guaranteed from participation.
- <u>d)</u> The district must not be suspended from participation in Rotary grants at any point during the Rotary year;
- e) The district must not have any outstanding stewardship requirements at the end of the Rotary year.

105. The Rotary Foundation Financial Review

Statement: To ensure that the Trustees are fully aware of the status of TRF finances before they consider Trustees items with potential financial impact, the chair of the Finance Committee reviews the status of Foundation finances, including current and future revenues and expenses, with the Trustees at the outset of each meeting. (The vice chair of the Finance Committee presented this report in lieu of the chair).

DECISION: The Trustees thank Trustee Pandya for his update on TRF financial results.

DECISIONS 104–105 Finance Committee Report Meeting 22–23 March, Evanston, IL, USA

106. 2023–24 Rotary Foundation Budget

Statement: The Rotary Foundation Finance Committee discussed an overview of current Rotary expenses, fiscal year 2023 projected actuals, projections and assumptions for the 2024 budget, an update on the committee's goals, and philanthropy staffing and funding model, among other topics.

DECISION: The Trustees

- 1. approve the 2023–24 contributions budget of US\$356,733,000;
- 2. approve the 2023–24 net investment earnings budget of \$49,838,000 and other income budget of \$3,312,000;
- 3. approve the 2023–24 total program awards expenditures budget of \$296,973,000 from the following funds:

Annual Fund:	\$159,773,000
PolioPlus Fund:	\$132,000,000
Donor Advised Fund:	\$5,200,000

4. in accordance with RI Bylaw article 22.030, request the RI Board to approve the 2023–24 budget for program award expenditures from unrestricted contributions:

District Designated Fund:	\$80,414,000
World Fund:	\$38,338,000
Donor Advised Fund:	\$5,200,000
Total:	\$123,952,000

107. Finance Committee Report: 2023–24 Endowment Fund Spendable Earnings

Statement: In accordance with the Endowment Fund's Investment Policy Statement, the Trustees annually approve spending rates for each market value tier.

DECISION: The Trustees approve a US\$24,655,900 withdrawal from endowed funds for the 2023–24 budget year, to be allocated as follows:

Program awards:	\$19,214,045
Program operations:	\$599,892
Fund development:	\$2,258,885
General administration:	\$2,583,079

108. Audit Committee Report

Statement: The Audit Committee met virtually on 7 February 2023 and discussed recently completed audits, a summary of management action plans, an annual review of the external auditor, and a report from the Information Technology subgroup (studying the effectiveness of Rotary's internal control systems), among other topics.

DECISION: The Trustees thank the Audit Committee for its report.

109. Investment Committee Report

Statement: The Investment Committee met virtually on 14 February 2023 and discussed the status of current investment performance, private equity investment, and current investment strategies, among other topics.

DECISION: The Trustees thank the Investment Committee for its report.

* * * * * *

Adjournment

The foregoing is a true record of the proceedings at the April 2023 Trustees meetings.

Ian H. S. Riseley, Chair The Rotary Foundation

Andrew McDonald Secretary of the Meeting

ATTEST:

John Hewko General Secretary, RI

APPENDIX C

AMENDMENTS TO THE ROTARY FOUNDATION CODE OF POLICIES REGARDING THE DISTRICT ROTARY FOUNDATION COMMITTEE AND SUBCOMMITTEE TERMS OF REFERENCE

(Decision 81)

25.010. <u>District Rotary Foundation Chair and District</u> <u>Rotary Foundation Committee</u>

The district Rotary Foundation committee (DRFC) assists in educating, motivating, and inspiring Rotarians members to participate in Foundation grant and fundraising activities in the district. The subcommittee chairs are members of this committee.

The governor-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings before the start of the year in office. The district governor is an ex-officio member of the committee and provides one of two authorizing signatures for the use of the District Designated Fund to reflect the decisions of the district Rotary Foundation committee. The current district governor cannot serve as the DRFC district Rotary Foundation chair (DRFC).

25.010.1. Chair Qualifications

Given their critical role in supporting grant activity within the district, district Rotary Foundation chairs should have working knowledge and experience of the Foundation's programs, areas of focus, and grants, and fundraising. District Rotary Foundation chairs should be appointed based on their program participation, Foundation expertise and giving.

25.010.2. Committee Qualifications

In addition to the minimum recommended qualifications established in the District Leadership Plan, it is recommended that Rotary Foundation committee members be past district governors, past assistant governors, effective past district subcommittee members, or experienced Rotarians. Committee members should be appointed based on their program participation, Foundation expertise, and <u>past</u> <u>commitment to giving</u>.

25.010.3. Training Requirements Expectations

All members of the district Rotary Foundation committee are <u>expected</u> <u>encouraged</u> to attend a regional Rotary Foundation seminar conducted by a regional Rotary Foundation coordinator (RRFC). In addition, all committee members are expected to attend and participate in the district team training seminar and other district training meetings as outlined in Article 20 of the *Rotary Code of Policies*. Committee members are expected to complete the relevant online courses in Rotary's Learning Center before the start of their term.

25.010.4. <u>Appointment and Term of District Rotary</u> Foundation Committee Chair (DRFC chair)

To be effective, the district Rotary Foundation committee must have continuity of leadership; therefore, the district Rotary Foundation committee chair (DRFC) <u>DRFC</u> shall be appointed for a three-year term, subject to removal for cause.

The district governors scheduled for each of the years of the three-year term for the DRFC chair will jointly select the DRFC chair. If the governor scheduled for the thirdyear <u>third year</u> of the DRFC term has not been elected yet, the other two governors may jointly select the DRFC chair and the third-year governor must accept and abide by this decision. This selection should take place and be reported by the district governor-elect no later than 31 December before taking office on 1 July of the following calendar year. However, if neither the second nor the third year <u>third-year</u> governor has been selected, the DRFC selection must wait until either the second or the third year <u>third-year</u>

governor can jointly agree with the first-year governor on the DRFC selection and the third governor not yet elected must agree to abide by the selection. The district Rotary Foundation committee chair must have significant knowledge of, commitment to, and experience with Rotary Foundation activities. Districts will not have access to the District Designated Fund until the DRFC chair is appointed.

If a district splits into two or more districts, the DRFC chair of the old district will continue as the DRFC chair for the district where his or her club is located. The other new district will appoint a new DRFC chair in

accordance with the appointment procedures explained in this Code of Policies.

If a district combines with other districts, a new DRFC chair will be appointed for each of the newly combined districts for a three-year term, commencing with the effective date of the combination.

25.010.5. <u>Duties and Responsibilities of the District</u> Rotary Foundation Committee Chair (DRFC)

The District Rotary Foundation Committee chair DRFC shall:

- a) Complete the grant management seminar, the District Committee Basics, and the DRFC Intermediate learning plans in Rotary's Learning Center before the start of their term.
- b) Confirm that members of the district Rotary Foundation committee have completed the training expectations set out in section 25.010.3.
- a)<u>c)</u> Report to the district governor on all district Foundation activities monthly, including qualification status of clubs and district.
- <u>d)</u> Ensure that the district Rotary Foundation committee establishes a district policy that outlines the distribution of funds for district grants.
- b)e) Together with the district governor, provide one of the two authorizing signatures for the use of the District Designated Fund to reflect the decisions of the district Rotary Foundation committee.
- <u>e)f)</u> Confirm that global grant applications are completed and confirm that the sponsor clubs are qualified.
- d)<u>g</u>) Serve as the primary contact <u>with the Rotary</u> <u>Foundation</u> for district grants.
- e)<u>h</u>) Oversee the district qualification process and compliance with the requirements of qualifying, including ensuring that the annual financial assessment of the financial management plan and its implementation is properly distributed to the clubs in the district.
- (f)(i) Work with the district governor, district trainer, and the district training committee to plan, organize, and promote district seminars, the district training assembly, presidents-elect training seminar, and grant management seminars, focusing on agenda and content.

- j) Work with the grants subcommittee chair to monitor grant activity and ensure timely implementation of all grant projects.
- <u>k</u>) Work with the stewardship subcommittee chair to help resolve any potential misuse of grant funds or other irregularities in grant-related activity.
- <u>g)])</u> Assist the governor-elect in obtaining input from Rotarians Rotary members before establishing district Foundation goals for implementation during his/her term as governor.
- h)m) Ensure Rotary Foundation grant activities are reported on at a district meeting to which all clubs are invited or eligible to attend, as required by the terms and conditions of Foundation grants.

25.010.6. <u>Authority to Remove District Rotary</u> Foundation Committee Chair (DRFC)

If the assigned Trustee, governor, governor-elect, and governor-nominee all agree, the district Rotary Foundation committee chair (DRFC) may be removed for cause when there are significant issues that cannot be resolved.

25.020. District Rotary Foundation Subcommittees

Subcommittees shall be appointed to manage the following Rotary Foundation operations:

<u>PolioPlus</u> Grants Fundraising PolioPlus Rotary Peace Fellowships Stewardship <u>Rotary Peace Fellowships</u> Optional reported subcommittees

The governor-elect <u>in consultation with the DRFC</u> shall appoint members for the open <u>chair</u> positions of the district Rotary Foundation subcommittees for his/her year in office. It is recommended that subcommittee chairs serve three-year terms to help ensure continuity.

25.020.1. <u>District PolioPlus Subcommittee Chair and</u> <u>District PolioPlus Subcommittee</u>

Purpose

The district PolioPlus subcommittee <u>chair is a required</u> <u>position and</u> is responsible for <u>leading the district</u> <u>PolioPlus subcommittee</u>. The <u>district PolioPlus</u> <u>subcommittee is responsible for</u> supporting Rotary's commitment to polio eradication and for encouraging participation in PolioPlus activities by all Rotarians Rotary members. The focus of this subcommittee will vary from district to district because of the presence or absence of polio in the district and the district's and nation's stage in the polio eradication process.

Additional Qualifications of Members

In appointing members of the district PolioPlus subcommittee, preference should be given

to Rotarians <u>Rotary members</u> with club-level experience with the PolioPlus program. At least one member of the committee should be a professional in a relevant field, such as public health, marketing, or transportation <u>public</u> image.

Duties and Responsibilities

The PolioPlus Subcommittee shall:

- a) Encourage donations from Rotarians <u>Rotary</u> <u>members</u>, clubs, the district, and donations of DDF for PolioPlus.
- b) Organize at least one PolioPlus district activity during the year.
- c) Work with the Foundation chair, district public relations committee, and the governor to ensure appropriate recognition of exemplary polio eradication club and district activities.
- d) Assist the governor and the district trainer on the presentation of PolioPlus as part of Rotary Foundation training at district meetings.
- e) Coordinate with national and/or regional PolioPlus committees and governmental and other agencies in the implementation of polio eradication activities.

25.020.2. <u>District Grants Subcommittee Chair and</u> <u>District Grants Subcommittee</u>

Purpose

The district grants subcommittee chair is a required position and is responsible for leading the district grants subcommittee. The grants subcommittee is responsible for promoting and encouraging implementation of district grants, global grants, and participation in the Rotary Peace Centers program <u>Rotary grants</u>. To ensure transparency in all grant transactions, the general secretary will copy both the DRFC chair and the grants subcommittee chair on all standard communication with Rotary clubs in their district that are participating in grants. The governor will be copied on key communication with Rotary clubs in his/her district, including communication regarding approvals and disapprovals.

Additional Qualification of Members

In appointing members of the district grants subcommittee, preference should be given to Rotarians who have experience with a Rotary Foundation grant, speak a second language, Members of the district grants subcommittee should have experience with Rotary grants and have professional expertise in either one of the areas of focus, grant preparation, project management, or stewardship.

Chair Qualifications

District grants subcommittee chairs should have working knowledge and experience of the Foundation's programs, areas of focus, and grants.

Duties and Responsibilities

The Grants Subcommittee shall:

- a) <u>Complete the grant management seminar</u> <u>learning plan in Rotary's Learning Center</u> <u>before the start of their term.</u>
- a)b) Serve as a district expert and resource on all Rotary Foundation grants.
- b)c) Create and enforce a Manage the district policy that outlines for the distribution of grant funds for clubs and the district for district grants as established by the district Rotary Foundation committee, including working with the DRFC to disburse grant funds and establish and maintain appropriate grant management recordkeeping systems.
- e)d) Provide input on DDF distribution.
- d)e) Abide by, follow, enforce, disseminate and educate clubs on Ensure that grant sponsors understand and comply with the terms and conditions of grant awards for district and global grants.
- e) Work with the district Rotary Foundation committee chair to disburse grant funds and to ensure that proper records of grant activity are maintained for reporting purposes.
- f) Establish and maintain appropriate grant management recordkeeping systems.
- <u>g)f)</u> Conduct orientation (at the multidistrict level, when possible) Ensure completion of the

orientation courses in Rotary's Learning Center for all scholars and vocational training team recipients before their departure or upon their arrival.

25.020.3. <u>District Fundraising Subcommittee Chair and</u> <u>District Fundraising Subcommittee</u>

Purpose

The district fundraising subcommittee chair is a required position and responsible for leading the district fundraising subcommittee. The district fundraising subcommittee is responsible for overseeing the district's fundraising strategy and helping clubs set and achieve their contribution goals for the Annual Fund, PolioPlus Fund, and the Endowment Fund.

Additional Qualification of Members

In appointing members of the district fundraising subcommittee, preference should be given to Rotarians with professional expertise in fundraising, sales, marketing, public relations, or a financial field. Subcommittee members should be appointed based upon their fundraising expertise and past commitment to giving.

Duties and Responsibilities

The Fundraising Subcommittee shall:

a) Assist and advise clubs on setting fundraising goals and strategies for achieving them.

b) Organize club and district fundraising activities.

- c) Motivate, promote, and advise clubs on all Rotary Foundation fundraising initiatives.
- d) Coordinate donor appreciation events within the district to ensure that donors are given appropriate recognition.
- e) Provide input on DDF distribution

25.020.4. <u>District Stewardship Subcommittee Chair and</u> <u>District Stewardship Subcommittee</u>

Purpose

The district stewardship subcommittee chair is a required position and is responsible for leading the district stewardship subcommittee. The district stewardship subcommittee is responsible for ensuring the careful and responsible management of Rotary Foundation grant funds and educating Rotarians Rotary members on proper and effective grant management. Additional Qualifications of Members

In appointing members of the district stewardship subcommittee, preference should be given to Rotarians <u>Rotary members</u> with professional experience in auditing or accounting and those with experience with a Rotary Foundation grant.

Duties and Responsibilities

The Stewardship Subcommittee shall:

- a) Assist in the implementation of the district memorandum of understanding, including the development of the financial management plan.
- b) Ensure that the annual financial assessment of the financial management plan and its implementation are conducted in accordance with the district qualification memorandum of understanding.
- c) Oversee the qualification of clubs, including assisting with grant management seminars.
- d) Monitor and evaluate the implementation of proper stewardship and grant management practices for all club- and district-sponsored grants, including <u>timely</u> reporting to The Rotary Foundation on all grants.
- e) Ensure that all individuals involved in a grant conduct their activities in a way that avoids any actual or perceived conflict of interest.
- f) Create system to facilitate and resolve any potential misuse or irregularities in grant-related activity, report any potential misuse or irregularities to The Rotary Foundation and conduct initial local investigations into any reports of misuse.

25.020.5. District Rotary Peace Fellowship

Subcommittee Chair and District Rotary Peace Fellowship Subcommittee

Purpose

The Rotary Peace Fellowship subcommittee chair is <u>a</u> required position and is responsible for leading The District Rotary Peace Fellowship Subcommittee the district Rotary Peace Fellowship subcommittee.

The District Rotary Peace Fellowship Subcommittee district Rotary Peace Fellowship subcommittee is responsible for recruiting, supporting, and endorsing recommending candidates for the Rotary Peace Fellowship. Additional Qualifications of Members

In appointing members of the district Rotary Peace Fellowship subcommittee, preference should be given to Rotary members who have experience with the Rotary Peace Fellowship program.

Duties and Responsibilities

The District district Rotary Peace Fellowship Subcommittee chair subcommittee members shall:

- a) Complete all trainings related to this role.
- b)a) Serve as the main point of contact for Rotary Peace Fellowship candidates.
- e) Appoint the District Rotary Peace Fellowship Subcommittee. In appointing members of the District Rotary Peace Fellowship subcommittee, preference should be given to Rotarians who have experience with the Rotary Peace Fellowship and those who have professional expertise in the field of peace and development. To avoid the appearance of a conflict of interest, Rotary Peace Centers committee members and volunteer readers for the Rotary Peace Fellowship are not permitted to endorse candidates in the same application cycle in which they serve as a committee member or a volunteer reader.
- d) Serve as the liaison between the District Rotary Peace Fellowship Subcommittee and Rotary International.
- e)b) Recruit candidates by promoting the Rotary Peace Centers program and highly encouraging club involvement.
- f)c) Support candidates by providing suggestions Provide feedback to candidates to enhance application quality.
- <u>g)</u><u>Interview</u> candidates and submit endorsement decisions to The Rotary Foundation.
- <u>d)</u> <u>Submit candidate recommendations during the application process.</u>
- e) Optionally, serve as an impartial application evaluator for Rotary Peace Fellowship candidates outside their district and whom they do not know or have mentored (to avoid a conflict of interest).
- <u>f)</u> Serve as a district expert and resource on all Rotary <u>Peace Fellowships.</u>
- g) Work with the district alumni chair to identify peace fellows and involve them in district alumni activities

The District Rotary Peace Fellowship Subcommittee members shall:

a) Complete all trainings related to this role.

- b) Recruit candidates by promoting the Rotary Peace Centers program and highly encouraging club involvement.
- c) Support candidates by providing suggestions to enhance application quality.
- d) Interview candidates and submit endorsement decisions to The Rotary Foundation.
- e) Serve as a district expert and resource on all Rotary Peace Fellowships.
- f) Work with the district alumni chair to identify peace fellows and involve them in district alumni activities.

33.040.2. General Criteria

[text omitted]

7. Governors will be copied on key communication with clubs in their districts, including communication regarding approvals and disapprovals.

APPENDIX D

DEI ADVISORY COUNCIL TERMS OF REFERENCE (Decision 82)

Name	Joint DEI Advisory Council
Committee Purpose	Advises the Boards with respect to the implementation of a diversity, equity, and inclusion action plan.
Committee Composition: 8 members	Members appointed jointly by the RI president and Trustee chair in consultation with the president-elect and Trustee chair-elect. Chair and vice chair appointed jointly by the RI president and
	the Trustee Chair in consultation with the RI president-elect and Trustee chair-elect.
Expertise	Should have professional, educational or personal background and/or experience related to diversity, equity, and inclusion.
Term Length	Staggered three-year terms, one or two members appointed annually by the RI president and TRF chair.
Restrictions on Members	At least one member must be a Rotaractor.
	Membership should be diverse including regionally.
Reappointment allowed?	No
Board and Trustee Liaisons – yes or no and number, not allowed to vote unless agreed to by the committee	One Board liaison One Trustee liaison
What should this committee be responsible for?	Recommend a long-term DEI strategy for members and other participants. Monitor initial implementation of DEI strategy.
What activities should they oversee/ monitor?	 Recommend to the Board a strategy to improve the openness and appeal of Rotary to a more diverse participant base. Identify support and training for leaders, clubs, members and other participants. Recommend training materials to assist Rotary leaders in appropriate conduct and communication to enhance our diversity, inclusiveness and equity towards all of our participants, existing membership and potential membership.

	• Recommend modifications to processes and structures that create barriers to participation in Rotary from underrepresented groups.
Should this committee collaborate with other groups or other committees?	 Membership Growth Committee RI Programs Committee Joint Operations Review Committee

APPENDIX E

MAJOR GIFTS INITIATIVE GOALS (Decision 86)

Major Gifts Initiative	Overall Goals Approved FY 2017	Overall Goals Approved FY 2021	Overall Goal Recommendations to be Approved through 2025	Annual Goals to be Approved for FY 2024
Water, Sanitation and Hygiene	\$25,000,000	\$50,000,000	\$50,000,000	\$6,500,000
Basic Education and Literacy	\$25,000,000	\$40,000,000	\$50,000,000	\$5,500,000
Peacebuilding and Conflict Prevention	\$25,000,000	\$25,000,000	\$25,000,000	\$1,500,000
Rotary Peace Centers	\$50,000,000	\$50,000,000	\$50,000,000	\$5,500,000
Health (DPT + MCH)	\$50,000,000	\$60,000,000	\$60,000,000	\$7,500,000
Community Economic Development	\$25,000,000	\$15,000,000	\$20,000,000	\$2,000,000
Environment	N/A	\$25,000,000	\$25,000,000	\$5,000,000
Multiple	N/A	\$20,000,000	\$20,000,000	\$1,500,000
Not specified	N/A	\$20,000,000	\$30,000,000	\$5,000,000
Totals	\$200,000,000	\$305,000,000	\$330,000,000	\$40,000,000

APPENDIX F

CORPORATE SOCIAL RESPONSIBILITY GRANTS/CORPORATE FUNDED GRANTS PROGRAM (Decision 87)

- Corporate Social Responsibility (CSR) Grants/ Corporate-Funded Grants is a standalone program of The Rotary Foundation (the "Foundation").
- It is intended to fund projects in keeping with the mission of the Foundation while helping for-profit corporations achieve their social responsibility goals.
- Projects funded through CSR grants will be implemented by host clubs or districts, with funds contributed by corporations. The corporate contribution must be paid to the Foundation or the local associate foundation to fund the grant.
- Corporations and host clubs/districts are encouraged to fund and undertake sustainable projects that fall within the Foundation's areas of focus.
- The minimum CSR contribution is US\$21,000, including a 3–5 percent charge to offset administrative expenses, based upon the size of the gift.
- The Foundation will not provide matching funds from the World Fund.
- CSR/Corporate-Funded Grants will primarily follow TRF district grant eligibility criteria.
- If required by the corporation, sponsors will conduct a community assessment.
- No international partner will be required.
- Clubs will be limited to no more than five open CSR grants at a time.
- All relevant TRF policies of audit and stewardship will be applicable.
- Clubs and districts will submit project reports.
- The Foundation will report back to participating corporations based on the reports received from the implementing club or district.
- Recognition to corporation donors will follow current TRF donor recognition policy.

APPENDIX G

STRATEGIC PARTNERSHIPS GIVING OPPORTUNITIES (Decision 89)

With the exception of gifts of US\$250,000 or more to expand a project, as described below, contributions to Strategic Partnerships will be applied as part of the Foundation's funding, reducing the amount of World Fund needed to support their successful implementation.

GIVING OPPORTUNITIES

US\$2 million: To name a specific strategic partnership program/project (for example: the Chris Jones El Salvador Water and Sanitation Program of the RI-USAID H2O Strategic Partnership; or the Marta Gomez Central American Positive Peace Academy of the RI-IEP Strategic Partnership).

US\$1 million: To have name recognition in the strategic partnership title (for example: The El Salvador Water and Sanitation Program of the RI-USAID H2O Strategic Partnership, funded in part by the Chris Jones Foundation; or the Central American Positive Peace Academy of the RI-IEP Strategic Partnership, funded by the Marta Gomez Foundation).

US\$250,000 or more: Additional contribution to expand the reach of an approved strategic partnership, accepted upon the approval of the Area of Focus team. This gift would augment approved project funding and not replace World Fund. Recognition will be commensurate with that of other Foundation programs.

Gift of any size: Outright Strategic Partnership gifts will be applied to the program/project in place of part of the Foundation's funding. Recognition will be commensurate with that of other Foundation programs.

Note: These giving opportunities are in addition to naming/branding agreements that may be entered into between The Rotary Foundation and a project's resource partners. As Rotary approves or sunsets other strategic partnerships, these opportunities will be shared with the current and prospective donors.

APPENDIX H

ROTARY PEACE FELLOWSHIP APPLICATION AND SELECTION PROCESS (Decision 92)

Rotary Peace Fellowship Application Evaluator Role

The current endorser and reader process will be combined into a streamlined evaluator role. This approach aligns with TRF Cadre of Technical Advisers evaluation model. This role will include Rotary Peace Center (RPC) committee members, Rotary members (such as district peace fellowship chairs and subcommittee members with interest in the process) and alumni with a strong program interest and experience or with peacebuilding expertise and knowledge. Evaluators, much like current readers, will review a set of assigned applications, which will include a new embedded video component, and score candidates based on one rubric that will be reevaluated by the Secretariate, RPC committee members, and university partners. An updated rubric should also address issues regarding any discrepancies between the reader scores and university selection.

Club or District Recommendation Form

The existing optional club recommendation would be extended to districts. Candidates can send their club or district contact the recommendation form via the Embark platform. Recommenders will submit their recommendation online before the 15 May application deadline. The recommendation form will remain optional but highly recommended due to the reality that some candidates live in areas without a Rotary presence.

Short candidate Videos

Candidates will include two to three short video responses within the Embark application. Exceptions can be made for individuals with varying abilities and/or for connectivity issues (audio files can be uploaded if needed). The RPC Committee will incorporate implicit bias training points in the online and interactive trainings to ensure that evaluators are reviewing candidates fairly. Tips will also be shared for recording videos with candidates.

Evaluator Application Review

Rotary Peace Fellowship application evaluators will review applications, including video interview responses, and will score applications using a uniform and comprehensive evaluation rubric that will be updated through collaboration with the Secretariate, the RPC Committee, and the partner university. Much like the current reader process, there will be three evaluators per application including one RPC Committee member, past RPC Committee member, or "super readers" (readers who have been actively involved over several years) per application. The additional two evaluators will include individuals who have a deep commitment to, and knowledge of, the program such as current, or past, district peace fellowship chairs and subcommittee members and peace fellow alumni.

University Masters' Review and Interviews

By replacing the endorsement process with the streamlined evaluation process, we are freeing up time in our selection process that will allow our Masters' university partners up to seven weeks to review and interview top candidates—considered a best practice. Certificate program universities could also use the time to conduct candidate interviews as needed.

APPENDIX I

AMENDMENTS TO THE ROTARY FOUNDATION CODE OF POLICIES REGARDING THE ROTARY PEACE CENTERS (Decision 92)

Article 35. Rotary Peace Centers [text omitted]

35.010.1. Core Concept

- a) Seven Rotary Peace Centers will exist at eight recognized universities, in diverse geographical locations, with superior curricula and faculty in peace and development studies.
- b) The individuals selected to study at Rotary Peace Centers will be known as Rotary Peace Fellows.
- c) Up to 130 Rotary Peace Fellows will be endorsed by districts, selected by The Rotary Foundation of Rotary International, and proposed to study at one of the seven Rotary Peace Centers. Up to 50 fellows will be chosen for the master's degree program and up to 80 fellows will be chosen for the year-long certificate program each year. The number of fellowships awarded shall be subject to annual review by the Trustees.
 [text omitted]

35.030. Recognition

Recognition for Pioneer, Pioneer Peacebuilder, and <u>Global</u> Peacebuilder Districts can includes a certificate and a digital package of printable Global Peacebuilder <u>District signage that can be used at district events</u>, conferences, and elsewhere.

- a) visual recognition through signage at the International Assembly, International Convention, and Rotary Institutes
- b) publications/web site
 - 1) permanent listing on the RI Web site
 - 2) *The Rotarian* and *Rotary Leader* listings and features.

35.040. Award Amount

The District Designated Fund amount is based on the projected average cost of all awards at all universities No financial ceiling or limit will be placed on the award, however, universities will be asked to provide tuition reductions or other in kind contributions to reduce the overall costs. Funding provided to Rotary Peace Fellows will be for a maximum of two years and limited to the following categories: [text omitted]

35.050. Fellow Eligibility and Selection Process

Candidates for the Rotary Peace Fellowship should be experienced professionals and have completed a minimum of three years for the master's program and five years for the certificate program combined paid or unpaid full-time work experience in a relevant field.

The Rotary Foundation welcomes eligible candidates from all backgrounds. While we do not have a specific age requirement, we are looking for early-career candidates for the master's degree program, and midcareer candidates for the certificate program. Successful candidates will have both a record of prior achievements in peacebuilding and potential for future growth and impact resulting from their participation in the fellowship.

Candidates must demonstrate English proficiency. <u>Applicants</u> <u>Candidates</u> are required to submit all language and academic exam scores required by the preferred partner universities in order to be considered as part of the world-competitive selection process.

<u>Master's</u> Ccandidates may only apply to a Rotary Peace Center located in a country other than their home country or permanent residence₅. <u>Certificate candidates may</u> <u>apply to a Rotary Peace Center located in their home</u> <u>country</u>. with the exception of Thai citizens interested in enrolling at Chulalongkorn University in Thailand and Ugandan citizens interested in enrolling at Makerere University in Uganda.

All candidates should have a demonstrated interest in peace and international understanding through their personal and community service activities and/or academic and professional achievements.

TRF will select Rotary Peace Fellows from various countries and diverse backgrounds, in order to advance knowledge and world understanding among potential future leaders.

Relevant experience should promote peace and/or development on the local, regional, national, or international level. This experience can be across a variety of sectors such as government, NGO, non-profit, military, journalism, <u>law</u>, education, or public health, among others

35.050.1. District Selection Committee

As of 1 July, 2019, the district peace fellowships subcommittee chair is a mandatory position. It is recommended that the committee considering supporting Rotary Peace Fellowship applications include the district peace fellowships subcommittee chair, current district governor, the governor-elect, immediate past governor, Rotary Foundation committee chair, and three Rotarians or non-Rotarians with expertise in the field(s) of peace and conflict resolution and/or education and/or civic or business leadership.

There shall be no limit to the number of Rotary Peace Fellow applications <u>candidates</u> a district may endorse recruit, mentor, and recommend for the annual Wworld Competitive selection process.

Candidates must have at least three years between the completion of their most recent academic degree program (i.e. undergraduate or graduate degree) and their intended start date for the fellowship. Candidates currently enrolled in an under-graduate or graduate program are not eligible to apply.

Additionally, a standardized three-year waiting period is required between Rotary Peace Fellowship programs and for Global or District Grant Scholars applying to the Rotary Peace Fellowship.

The district selection committee is responsible for informing clubs of the availability of the Rotary Peace Fellowship and referring candidates to potential sponsor clubs, as appropriate.

35.050.2. <u>Rotary Peace Centers Selection Committee</u> <u>The Rotary Peace Centers Committee reviews all</u> <u>complete and qualified applications, selects finalists for</u> <u>the Rotary Peace Fellowship, strengthens awareness of</u> <u>and supports the Rotary Peace Centers programs and</u> <u>monitors and evaluates intended program outcomes.</u> <u>Qualified candidates must complete a mandatory</u> <u>interview with a trained endorser(s) who is either a</u> <u>member of a District Rotary Peace Fellowship</u> <u>Subcommittee, a member of a Rotary club or a Rotary</u> <u>Peace Fellow program alumnus.</u>

Endorsed Qualified candidates-applications will move forward for consideration by a Rotary Peace Centers selection committee that is comprised of Rotarians, specialists in the field, representatives from the selected universities, or a mixture thereof. Rotary Peace Fellowships will be awarded on a worldcompetitive basis to up to 130 candidates for study at one of the seven Rotary Peace Centers. Candidates will be chosen from various countries and diverse backgrounds and regions of the world when it is feasible and consistent with the objectives of selecting the most qualified candidates for each Center's program.

35.050.3. <u>World-Competitive Selection Process</u> <u>Guidelines</u>

- a. Each master's and certificate application will be read by a minimum of four readers <u>application evaluators</u>: one reader <u>application evaluator</u> from the applicant's first university preference and three Rotary readers <u>application evaluators</u>, including at least one Rotary Peace Centers (RPC) Committee member or recent past committee member. <u>To avoid the appearance of</u> <u>a conflict of interest</u>, <u>candidates will not be evaluated</u> <u>by Rotary members who have recommended them</u>.
- b. These applications will be provided to the readers <u>application evaluators</u> prior to the selection committee meeting.
- c. The Rotary <u>readers</u> <u>application evaluators</u> will evaluate each assigned application using The Rotary Foundation criteria of commitment to peace, leadership qualities, and compatibility of the applicant's objectives with the Rotary Foundation's objectives. The Rotary readers <u>application evaluators</u> will provide their scores and comments on each applicant to the general secretary by the deadline determined by the general secretary.
- d. In the case of the master's degree applications, the university readers application evaluator will evaluate the first and second preference applications for their center within the top 200 applications as determined by the Rotary readers' readers application evaluators' scores using the university's own academic criteria, fit with center, and Rotary scores and comments. University readers application evaluators will be given access to all of their first and second preference qualified applications. However, they must justify any choice below the top 200 threshold in advance of selection meeting. Each center will submit its scores and comments to the general secretary and conditionally select its top ten candidates from the top 200 master's degree candidates. This list will be shared with the RPC Committee prior to the selection meeting. Members of the RPC Committee will evaluate these candidates and discuss during selection meeting before a joint

selection is made on the final candidates from each center.

e. In the case of the certificate applications, the university readers application evaluators will evaluate first and second preference applications for all candidates eligible for selection to their center after receiving the scores of the Rotary readers application evaluators. The university readers application evaluators will evaluate all applications using the university's own academic criteria, fit with center, and Rotary scores and comments. The center will submit its scores and comments to the general secretary and compile a list of its top 20 candidates per session. This list will be shared with the RPC Committee prior to the selection meeting. Members of the RPC Committee will evaluate these candidates and discuss during the selection meeting before a joint selection is made on the final candidates from each center.

[text omitted]

35.050.4. <u>Applications from Non-Districted Clubs</u> Candidates from non-districted areas will <u>be reviewed</u> <u>in the same process as all candidates.</u> be matched with a trained endorser from another district or the Rotary Peace Fellows alumni pool.

APPENDIX L

SUCCESS CRITERIA FOR DISASTERS OF MAGNITUDE (Decision 97)

- 1) Trustee Chair review and approval of an individual fund completed within 72 hours of the disaster.
- 2) Creating a communication plan within two business days of the disaster.
- 3) Individual funds established will raise at least \$1 million, and at least 90 percent of the funds raised were used for disaster response grants within one year of the fund being established.
- 4) Fundraising for the general disaster response fund is minimally impacted including, not declining general disaster response grants due to insufficient funds.
- 5) The process is followed without exceptions related to fundraising or grant-making.
 - a. No extensions to the fundraising or grantmaking timelines
 - b. No exceptions on grant award amounts
 - c. No exceptions district eligibility
- 6) The cost of creating, promoting, and administering a fund is covered by the 5 percent administrative charge deducted from disaster response contributions.
- 7) Complete grant reports are received within 6 months.
- 8) More than 80 percent reporting satisfaction through Rotary's standard surveys.

INDEX

All references are to decision numbers unless otherwise noted

-A-

Allegation, stewardship committee report, 102 Approval of January 2023 meeting minutes, 72 Area of focus policy statement update, 101 (App. M*) Arch Klumph Society Lounge, 86 Associate Foundation(s) annual report, 77 appointments, 78 in Italy, establishment of, 79 Audit committee report, 108 Australia, CSR grants program in, 87 Authority review, delegation of 76 (App. A*) Award, programs of scale, 100

-B-

Biennial review of grant terms and conditions, 94Board, communications from the, 75Brazil, CSR grants program in, 87Bride estate gift, Paul F., 90Budget, Rotary foundation, 106

-C-

Chulalongkorn university partnership update, Rotary peace centers, Club qualification MOU, 94, (App. K*) Committee report audit, 108 finance, 106-107 fund development, 86 investment, 109 stewardship, 102 Communications from the Board, 75 CSR Grants expansion criteria, 88 (App. F) programs in Australia and Brazil, 87 (App F) Council on resolutions, selection of 2023 Trustee representation, 80

-D-

Delegation of authority review, 76 (App. A*) Digital interactive classrooms in public education system in Panama, 100 Disasters of magnitude, 97 (App. L) Disaster response for Turkey and Syria, 98 grant enhancement, 97 (App. L) District 7020, 102 7255, 102 9142, 102 9212, 102 9220, 102 District and club qualifications MOU, biennial review of, 94 District grant terms and conditions, 94 (App. J*) District Rotary foundation committee responsibilities, 81 (App. C) District qualification MOU, 94, (App. K*) Diversity, equity, and inclusion task force report, 82 (App. D)

-E-

Egyptian girls human papilloma virus vaccination for cancer-free women, 100 Endowment fund \$2.025 billion by 2025 regional training, 91 spendable earnings, 2023-24, 107 Environment, policy statement update for , 101 (App M*) Estate gift, Paul F. Bride, 90

-F-

Finance committee report, 106-107
Financial overview, 105
Fondazione Rotary Italia—ETS Bylaws, (App. B*)
Fund development committee report, 86
Funding partners for large-scale, programmatic efforts, 99

-G-

General secretary's report, 73
Giving opportunities, 89 (App. G)
Global grant terms and conditions, 94, (App. J*)
Grant model

enhancement working group
report, 96
evaluation update, 95

Grant reporting, district recognition

for, 104

Grant terms and conditions, biennial

review of, 94

Grants, world reporting analysis for, 103

Great Britain & Ireland, regional leaders in, 84

-I-

Investment committee report, 109 Italy, establishment of associate foundation in, 79

-L-

Legacy society, 86

-M-

Major gifts initiative goals, 86 (App. E) Minutes, approval of January 2023, 72

-P-

Peace centers Chulalongkorn university partnership update, 93 Peace fellowship application and selection process updates, 92 (App. H, I) PETS, attendance of Trustees at multidistrict, 83 Programs of scale award, 100

-R-

Ratification of decisions taken on behalf of the Trustees, 74 Recognition for grant reporting, district, 104 Regional leader(s) in Great Britain & Ireland, 84 qualifications, 85 Report General secretary's, 73 Rotary peace fellowship application and selection process updates, 92 (App. H, I)

-S-

Stewardship committee report, 102 Strategic funding partners for largescale, programmatic efforts, 99 Strategic partnership giving opportunities, 89 (App. G) Syria, disaster response for, 98

-T-

Terms of reference, DEI advisory council, 82 (App. D) Trustee(s), attendance at multidistrict PETS, 83 ratification of decisions taken on behalf of the, 74 representative, selection of 2023 COR, 80 Turkey, disaster response for, 98

-W-

Working group report, grant model enhancement, 96 World reporting analysis for Rotary grants

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