



MINUTES
of the
JUNE 2023
ROTARY FOUNDATION
BOARD OF TRUSTEES MEETING

ROTARY FOUNDATION TRUSTEES
2022–23

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Rotary Club of Sandringham

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

MINUTES
of
THE ROTARY FOUNDATION BOARD OF TRUSTEES
JUNE 2023 MEETING

The Rotary Foundation Board of Trustees met on 1 June 2023 in Melbourne, Vic., Australia.

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, Larry A. Lunsford, Mark Daniel Maloney, Geeta K. Manek, Aziz Memon, Akira Miki, Bharat Pandya, Greg Podd, Dean Rohrs, and General Secretary John Hewko. Director Pat Merryweather-Arges attended as Board liaison. Mike McGovern presented the International PolioPlus Committee Report.

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 were Jim Barnes, Michele Berg, Julie Burke, Meredith Burlew, Sarah Crawford, Paul Haisman, Carol Pandak, Steven Routburg, Eric Schmelling, Doris Xie, and Nora Zei. Masa Kato, Hyun-Jung Lee, Ligia Lima, and Eiko Terao served as staff interpreters.

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110. General Secretary's Report

Statement: The general secretary provided a written interim summary report of Secretariat initiatives through 28 February and an oral report on Secretariat activities since the April Trustees meeting.

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

111. Communications from the Board

Statement: Board liaison to the Trustees, Director Merryweather-Arges, reported on several decisions from the Board's April and May 2023 meetings that are of interest to the Trustees.

DECISION: The Trustees

1. note the following decisions from the April 2023 RI Board meeting:

105. Communications from the Trustees
111. Operations Review Committee Report: Strategic Alignment Evaluation
112. Operations Review Committee Report: Travel Policy Amendments
114. Code of Conduct Review
118. Finalist Cities for 2029, 2031, and 2032 International Conventions
120. 2024 International Assembly Travel Policy
121. Fundraising for The Rotary Foundation at International Convention
124. Polio Survivors Rotary Action Group Review
128. Regional Adaptability in Action
129. Zone 8 Regionalization Pilot Update
130. Rotary in Great Britain and Ireland Pilot Support
132. GB&I Governance Pilot – Special Advisor Teams

2. note the following decisions from the May 2023 RI Board meeting:

140. Interviews of Candidates for RI President
148. Communications Committee Report: Brand Fidelity
151. PolioPlus Communications Funding Request
160. Audit Committee Report
161. Convention Reserves Use
165. Finance Committee Report: 2023–24 Rotary Foundation Unrestricted Programs Budget

112. Rotary Foundation UK Articles of Association

Statement: In April 2023, the Rotary Foundation of the United Kingdom amended its Articles of Association to revise the criteria for who can serve on its board and to update the definitions of “United Kingdom” and “Territory” in the articles.

DECISION: The Trustees note that the Rotary Foundation of the United Kingdom has revised its Articles of

Association and the Written Special Resolution for submission to the Charity Commission in the United Kingdom, as shown in Appendix A (filed only with the official copy of these minutes), effective 1 July 2023.

113. Level 3 Grant Request

Statement: Global Grants requesting over US\$200,000 from the World Fund must be reviewed by the Trustees for final approval. The Trustees reviewed one such Global Grant application at this meeting.

DECISION: The Trustees agree to award Global Grant 2238721, a basic education and literacy grant sponsored by the Rotary Club of Valle de Guatemala, Guatemala (District 4250) and the Rotary Club of Rice Lake, WI, USA (District 5960) in partnership with Cooperative for Education to provide a literacy and youth development program in 12 departments within the western and central highlands of Guatemala. US\$103,303 is requested from the World Fund for a total project cost of \$552,615.

114. 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. At their April meeting, the Trustees received a report from the Working Group and requested a further update at this meeting. The Working Group met in May to review the areas of focus policy statements to identify potential simplifications to global grant requirements.

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

115. Rotary Healthy Communities Challenge Strategic Partnership

Statement: The general secretary informed the Trustees of a partnership opportunity with the Bill & Melinda Gates Foundation and World Vision to create a new program that will leverage lessons learned from the Partners for a Malaria-free Zambia (Programs of Scale awardee) to other countries with a high malaria disease burden and strive to significantly strengthen those communities' health systems. The Trustees discussed the three-year implementation plan and proposed funding model for the program.

DECISION: The Trustees

1. recognize that the collaboration between The Rotary Foundation, the Bill & Melinda Gates Foundation, and World Vision is important to the substantial progress being made by the Partners for a Malaria-Free Zambia Programs of Scale grant;
2. agree to expand these efforts by establishing a strategic partnership for the development and implementation of Rotary's Healthy Communities Challenge;
3. agree to spend monetary and in-kind funding of US\$10 million over a four-year period for this purpose, beginning 1 July 2023;
4. agree to designate US\$5 million in World Fund from the fiscal year 2023 budget to establish the strategic partnership for Rotary's Healthy Communities Challenge and request the Board to approve this strategic partnership;
5. request the general secretary to finalize a strategic partnership agreement between The Rotary Foundation, The Bill & Melinda Gates Foundation, and World Vision.

116. Strategic Alignment Evaluation

Statement: The Operations Review Committee periodically evaluates Rotary's programs and offerings to ensure that they align with Rotary's action plan. The committee presented recommendation regarding its strategic alignment evaluation of several Rotary programs to the Board at its April 2023 meeting. In decision 111, April 2023, the Board referred the Operations Review Committee's evaluation of two Rotary Foundation programs to the Trustees for further consideration. The Trustees discussed how these programs could be further aligned with Rotary's action plan.

DECISION: The Trustees

1. agree that the following programs are aligned to the strategic plan based on the strategic alignment evaluation results reviewed by the Operations Review Committee:
 - a. Cadre of Technical Advisers
 - b. Polio Plus Fundraising
2. request the general secretary to review the strategic alignment evaluations of these programs for further

recommendations, if any, to strengthen and support them.

DECISIONS 117–124

International PolioPlus Committee Report

Meeting 23–24 May 2023, Melbourne, Vic., Australia

117. PolioPlus Communication Funding Request

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

DECISION: The Trustees approve the PolioPlus Communications spending plan for 2024–26, totaling US\$2 million, of which 50 percent shall be allocated to the RI Reserves.

118. PolioPlus Partners Report

Statement: In 2016 the Trustees approved a PolioPlus Memorial Scholarship for select students in Nigeria and Pakistan to obtain a master’s degree in public health. The scholarship was to run through 2021. The International PolioPlus Committee reported that four students in Nigeria had not been able to completed their studies due to COVID-19 and disruptions at the university, and therefore suggested that the Trustees extend the term of the scholarship to allow time for the students to obtain their degrees.

DECISION: The Trustees amend their decision 30, September 2016 to extend, if needed, funding support for PolioPlus Memorial Scholarships from fiscal year 2021 to 2024, not to exceed the originally established US\$100,000 ceiling, to allow all scholars to complete their programs.

119. World Health Organization African Region (WHO/AFRO) Grant Request

Statement: The World Health Organization African regional office requested grants for surveillance support in Nigeria.

DECISION: The Trustees

1. approve a PolioPlus grant in the amount of US\$2,675,028 to WHO for surveillance support in

Nigeria, this grant to be released in accordance with Trustee policies;

2. authorize the general secretary to execute an agreement letter with WHO to convey the funds on a scheduled basis. WHO will apply the funds to appropriate projects under such controls and conditions as the agreement specifies;
3. note that this is a one-year grant that must be fully expended by 31 August 2024;
4. note that this grant, if fully expended, will bring the total PolioPlus grants to Nigeria to \$291,804,151.

120. Combined World Health Organization Eastern Mediterranean Region (WHO/EMRO) and UNICEF Grant Request

Statement: The World Health Organization Eastern Mediterranean regional office and UNICEF requested grants for social mobilization and operational support in Afghanistan and Pakistan.

DECISION: The Trustees

1. approve a PolioPlus grant in the amount of US\$8,691,246 to UNICEF for social mobilization support in the following countries:
 - Afghanistan: \$2,911,190
 - Afghanistan: \$1,249,992
 - Pakistan: \$3,280,064
 - Pakistan: \$1,250,000

this grant to be released in accordance with Trustee policies;

2. agree to reprogram \$3,524,636 from previous grant to UNICEF for Community Based Vaccinator (CBV) activities in Pakistan, to support Communication Network (COMNet) activities in Pakistan;
3. approve a PolioPlus grant in the amount of \$11,235,000 to WHO for operational support in Pakistan, this grant to be released in accordance with Trustee policies;
4. authorize the general secretary to execute agreement letters with WHO and UNICEF to convey the funds on a scheduled basis. WHO and UNICEF will apply the funds to appropriate projects under such controls and conditions as the agreement specifies;

5. note that these are one-year grants that must be fully expended by 31 August 2024;
6. note that these grants, if fully expended, will increase total PolioPlus grants as follows:
 - Afghanistan from US\$243,500,965 to \$247,662,147;
 - Pakistan from US\$392,751,208 to \$408,516,272.

121. UNICEF OPV2 Stockpile Grant Request

Statement: UNICEF requested a grant for the replenishment of the OPV2 vaccine stockpile.

DECISION: The Trustees

1. approve a PolioPlus grant in the amount of US\$15,600,000 to UNICEF for the replenishment of the OPV2 stockpile;
2. approve the request to reprogram \$12,740,000 from grants awarded at the May 2022 Trustees meeting to UNICEF for the replenishment of the OPV2 stockpile;
3. authorize the general secretary to execute an agreement letter with UNICEF. UNICEF will apply the funds to the appropriate project under such controls and conditions as the agreement specifies;
4. note that these are one-year grants that must be fully expended by 31 August 2024;
5. note that this grant, if fully expended, will bring the total PolioPlus grants to UNICEF/Vaccine Stockpile to \$47,650,000.

122. World Health Organization Polio Research Committee Grant Request

Statement: The World Health Organization Polio Research Committee requested grants for operational support of the committee and for polio eradication research activities in Nigeria.

DECISION: The Trustees

1. approve a PolioPlus grant of up to US\$585,500 for the period of August 2023 through July 2024 for the operational support of the Polio Research Committee;

2. approve a PolioPlus grant of up to \$95,765 to WHO for the implementation of polio eradication research activities in Nigeria as proposed by the Polio Research Committee;
3. authorize the general secretary to execute an agreement letter with WHO to convey the funds on a scheduled basis. WHO will apply the funds to appropriate projects under such controls and conditions as the agreement specifies;
4. note that the grant referenced in point 2 is a two-year grant that must be fully expended by 31 August 2025;
5. note that these grants, if fully expended, will bring the total PolioPlus grants to WHO/Research to \$39,955,667.

123. Combined World Health Organization and UNICEF Polio Outbreak Response Grant Request

Statement: The World Health Organization and UNICEF requested a grant for social mobilization support for polio outbreak response activities.

DECISION: The Trustees

1. approve a PolioPlus grant in the amount of US\$4,229,453 to UNICEF to support social mobilization for outbreak response activities;
2. approve a PolioPlus grant in the amount of \$2,500,008 to UNICEF to support social mobilization for outbreak response activities;
3. approve a PolioPlus grant in the amount of \$7,207,340 to WHO to support operational support for outbreak response activities;
4. authorize the general secretary to execute agreement letters with UNICEF and WHO. UNICEF and WHO will apply the funds to the appropriate project under such controls and conditions as the agreement specifies;
5. note that these are one-year grants that must be fully expended by 31 August 2024;
6. note that these grants, if fully expended, will increase PolioPlus grants for outbreak response as follows:
 - UNICEF from US\$48,010,890 to \$54,740,351;

- WHO from US\$47,648,390 to \$54,855,730.

124. World Health Organization Core Grant Extension Request

Statement: The World Health Organization requested a core grant extension for a team of polio eradication technical experts.

DECISION: The Trustees

1. agree to provide funding for the period 1 September 2023 through 31 August 2024 for a team of polio eradication technical experts—four positions at the global level and one position each in two of WHO’s six regions;
2. allocate US\$2,180,660 from the PolioPlus fund for this purpose, as indicated in the grant proposal;
3. authorize the general secretary to execute an agreement letter with WHO to convey the funds on a scheduled basis. WHO will apply the funds to appropriate projects under such controls and conditions as the agreement specifies;
4. note that this is a one-year grant that must be fully expended by 31 August 2024;
5. note that this grant, if fully expended, will bring the total PolioPlus grants to WHO/CORE to US\$50,357,858.

* * * * *

125. PolioPlus Campaign Update

Statement: The general secretary reported on an estimated funding gap between projected amounts to be raised for the PolioPlus campaign and the 2022–23 goal of US\$50 million.

DECISION: The Trustees approve use of available unused World Fund budget for Program Awards in fiscal year 2022–23 to reach the \$50 million PolioPlus fundraising goal in Rotary year 2022–23.

126. 2022-23 Distinguished Service Award

Statement: The Trustees annual recognized up to 50 Rotary members worldwide to receive the Distinguished Service Award for their outstanding efforts on behalf of The Rotary Foundation. Nominations, which can be made by any Rotary member, must be endorsed by the

current governor of the nominee’s district and a member outside of the nominee’s district. The Rotary Foundation Awards Committee reviewed the nominations for the 2022–23 awards and presented the names to the Trustees for approval.

DECISION: The Trustees

1. select the Rotarians as shown in Appendix B, filed only with the official copy of these minutes, to receive the 2022–23 Rotary Foundation Distinguished Service Award;
2. confirm that the selection results shall be kept confidential until the presentations of the awards have been made.

127. GB&I Governance Pilot – Special Advisor Teams Allocation

Statement: In support of the regionalization pilot in Great Britain & Ireland, the RI Board, in its decision 132, April 2023, approved funds to support the operations of special advisor teams in the areas of membership, public image, The Rotary Foundation, humanitarian service, leadership development, and Rotaract support. Since the advisor teams will support Rotary Foundation initiatives, the general secretary suggested that the Foundation allocate funding for their field work expenses.

DECISION: The Trustees allocate US\$47,000 for the field work expenses of special advisor teams (replacing the RRFC, E/MGA, and EPNC in GB&I) starting on 1 July 2023 under the administration of the GB&I Regional Board, as a part of their regional governance pilot project.

128. Investment Committee Report

Statement: The Investment Committee met on 12 May 2023 in Evanston, IL, USA and discussed current market conditions, a performance update on investments, possible amendments to the “statement of investment policy and guidelines,” and overall investment strategies for the Annal Fund, Endowment Fund, and Rotary International, among other topics.

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

129. Audit Committee Report

Statement: The Audit Committee met virtually on 17 May 2023 to discuss recently issued audit reports and management action plans related to past audits, a report

from the Information Technology subgroup (studying the effectiveness of Rotary's internal control systems), Rotary's annual Form 990 tax filings with the US Internal Revenue Service, and a review of the committee's charter to ensure that it remains relevant and in accordance with industry standards. The committee suggested amendments to this charter.

DECISION: The Trustees

1. thank the Audit Committee for its report;
2. amend the Rotary Foundation Code of Policies regarding the Audit Committee, as shown in Appendix C.

130. The Rotary Foundation Financial Review

Statement: To ensure that the Trustees are fully aware of the status of TRF finances before they consider Trustee items with potential financial impact, the chair of the Rotary Foundation Finance Committee reviews the status of Foundation finances, including current and future revenues and expenses, with the Trustees at the outset of each meeting.

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

131. Finance Committee Report: 2023–24 Rotary Foundation Budget

Statement: The Trustees annually approve a contributions and program awards budget for the following year. The portion of the budget that relates to expenditure of unrestricted contributions for program awards requires Board approval.

DECISION: The Trustees

1. thank the Finance Committee for its report;
2. reaffirm the 2023–24 contributions budget of US\$356,733,000;
3. reaffirm the 2023–24 net investment earnings budget of \$51,006,000 and other income budget of \$3,312,000;
4. reaffirm the 2023–24 total program awards expenditures budget of \$296,513,000 from the following funds:

Annual Fund:	\$159,313,000
PolioPlus Fund:	\$132,000,000
Donor Advised Fund:	\$5,200,000

5. 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:	<u>\$5,200,000</u>
Total:	\$123,952,000

6. approve the 2023–24 Rotary Foundation operating budget of \$68,013,000;
7. note the net surplus of \$46,526,000;
8. authorize the general secretary, for good cause, to exceed the operating budget in any category by up to five percent. The operating budget in total can be exceeded by up to five percent with approval of the Executive Committee and provided that an explanation of such expenditure is presented to the Trustees at their next scheduled meeting.

Adjournment

The foregoing is a true record of the proceedings at the June 2023 Rotary Foundation 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 AUDIT COMMITTEE (Decision 129)

23.060. Joint Audit Committee

Purpose: Advises the Board and the Trustees with respect to audited financial reports, internal and external audits, and internal control systems.

[text omitted]

23.060.1.1. Audit Committee Charter

A. Purpose

~~This committee shall act in an advisory capacity to the Board and Trustees. This committee shall consider RI and Rotary Foundation financial reports, the external audit, the system of internal control, internal audit, and other matters connected therewith as are referred to the committee by the president, the Board, the trustee chair, or the Trustees, or that otherwise come to the attention of the committee.~~

A B. Authority

[text omitted]

B C. Composition

~~This committee shall consist of seven members, including two members of the Board, appointed annually by the Board, the president acting on its behalf, and one Trustee of The Rotary Foundation, appointed annually by the Trustees. There shall be four members appointed by the Board who are neither members of the Board nor Trustees, who shall serve single terms of six years.~~

All members of the committee shall be independent and shall be financially literate. At least one member shall have financial expertise — one who has financial knowledge and ability sufficient to understand, analyze, and reasonably assess U.S. generally accepted accounting principles (U.S. GAAP) and the financial statements of Rotary International and the Rotary Foundation, the competency of the independent (external) audit firm, and Rotary International's and The Rotary Foundation's internal controls and procedures for financial reporting.

In making appointments, the RI president and TRF trustee chair shall:

1. Exclude from membership on the committee those positions considered to have a potential conflict of interest (e.g. RI president, TRF trustee chair)
2. Limit the number of RI and TRF Finance Committee members serving on the Audit Committee to less than one-half of the committee's membership
3. Not appoint as chair of the committee the RI treasurer, RI vice president, or TRF Trustee Vice chair
4. Limit where possible, the membership on other committees of an Audit Committee member

~~In addition, the chair of the Operations Review Committee or the chair's designee shall serve as a liaison to the committee.~~

C D. Meetings

The president, the Board, the TRF chair, the TRF trustees, or the committee chair shall determine the time, place, manner, and notice of meetings pursuant to RI Bylaws section 17.020.

~~This committee shall meet from one to three times per year for two to three days at such times and places and upon such notice as may be determined by the president, the Board, or the chairman of the committee and, if deemed necessary by the president or the chair of the committee, additional times during the year at such times and places and upon such notice as may be determined by the president or the chair of the committee.~~

D E. Responsibilities

The committee will carry out the following responsibilities:

Financial Statements

[text omitted]

5. Review and provide oversight regarding Rotary's annual Forms 990 tax filings with the Internal Revenue Service in the United States.

Internal Control

[text omitted]

3. Understand the risk management practices through regular reporting from the general auditor and the risk manager on the secretariat's Enterprise Risk Management activities.
4. Receive communications from the general auditor regarding reports submitted through the whistleblower hotline regarding allegations of fraud, corruption, noncompliance with internal controls, or accounting/auditing matters.

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