

2019 COUNCIL ON LEGISLATION
OF ROTARY INTERNATIONAL

PROPOSED LEGISLATION

19-01 through 19-116

Part 2, Items 61 - 117

14-18 April 2019 | Chicago, Illinois, USA

2019 Council on Legislation

Re: Legislation to be considered by the 2019 Council on Legislation

Dear Rotarians:

In anticipation of the 2019 Council on Legislation (COL), this book, containing all legislation to be proposed at the COL, has been prepared for your review.

The Constitution of Rotary International provides that the COL meet every three years at a site determined by the RI Board of Directors. In 2019, the COL is scheduled to meet from 14-18 April in Chicago, Illinois, USA.

The legislation in this book was proposed to the 2019 COL by clubs, districts, the general council or conference of RIBI, and the RI Board. Each item was received by Rotary before the 31 December 2017 deadline. The RI Board, working on the advice of the Constitution & Bylaws Committee, has found this legislation to be regular. Defective items will not be published nor transmitted to the COL. For more information on why legislation may be considered defective, please refer to Article 7 of the RI Bylaws.

Only enactments will be considered at the 2019 COL. A proposed enactment seeks to amend the RI constitutional documents. Constitutional documents include the RI Constitution, the RI Bylaws, and the Standard Rotary Club Constitution. All enactments reference the 2016 *Manual of Procedure* page numbers of the constitutional document(s) they propose to amend.

At the top of each piece of legislation is a Council number (for example, 19-01). Items of legislation proposing changes on the same topic may have similar or identical titles. Also at the top of the legislation is the name of the proposer(s). Some items have more than one. This occurs when multiple proposers submit identical items of legislation that are then combined or when proposers of similar items agree to join a piece of compromise legislation recommended by the Constitution & Bylaws Committee. This recommendation is pursuant to the RI Bylaws and does not express the committee's opinion regarding the merits of the proposal. Compromise proposals are labeled with Compromise Legislation above the Council number.

The proposer's Purpose and Effect statement and the Financial Impact statement are printed below each item of legislation. The statements of Purpose and Effect are drafted by the proposers of the legislation and have not been edited for accuracy. The Financial Impact statements are drafted by the general secretary and reflect any estimated increase or decrease in revenues and/or expenses that will be incurred by implementing the legislation.

As required by RI's constitutional documents, the legislation is sent to the governor of each district, past directors, and all members of the Council by 30 September 2018. Those governors, members of the Council, and past directors who usually receive Rotary documents in French, Japanese, Korean, Mandarin, Portuguese, or Spanish will receive legislation in the appropriate language at a later date. The legislation will also appear on Rotary's website, www.rotary.org, in all of these languages.

Please take special note of items 19-115 and 19-116 at the end of the legislation. These items were drafted to make non-substantive changes to the RI Bylaws and the Standard Rotary Club Constitution. A cover page describing the changes has been added before item 19-115. Representatives will have an opportunity to ask questions about these items before the COL.

Should you have questions about the COL over the coming months, you may contact Sarah Christensen in the Council Services section of Rotary (council_services@rotary.org or 1-847-424-5267).

Sincerely,



John H. Hewko
General Secretary

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without making any substantive changes (page 375)

PROPOSED ENACTMENT 19-61

To amend the duties of the Board

Proposer(s): District 2740, Japan
District 2840, Japan

Endorsed by: District 2740 through an annual district conference, Saga, Saga, Japan, 18 November 2017
District 2840 through an annual district conference, Takasaki, Gunma, Japan, 19 November 2017

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

2

3 **Article 5 Board of Directors**

4

5 **5.010. Duties of the Board.**

6 The board is responsible for doing whatever may be necessary for the furtherance
7 of the purposes of RI, the attainment of the Object of Rotary, the study and
8 teaching of its fundamentals, the preservation of its ideals, ethics, and unique
9 features of organization, and its extension throughout the world. In order to
10 fulfill the purposes of article 3 of the RI constitution, the board shall adopt a
11 strategic plan. The board shall oversee its implementation in each zone. The
12 board shall report on the progress of the strategic plan at each meeting of the
13 council on legislation. Each director shall regularly report on the decisions of the
14 board and his/her activities as director to the members in his/her zone and the
15 alternate/paired zone.

(End of Text)

PURPOSE AND EFFECT

16 Many Rotarians are provided with little opportunity to learn of the decisions
17 made within RI and the decisions that will determine its direction for the future.
18 This is particularly true in countries where English is not spoken and Rotarians
19 do not receive the latest information about Rotary. The purpose of this
20 enactment is to enhance communications for Rotarians by requesting each
21 director to publish articles on the updates of RI and the activities of the RI Board,
22 including Board decisions, in the monthly Rotary regional magazines or the
23 website of each zone or district, in order to promote awareness of the Rotary
24 movement and share information, as well as vision.

FINANCIAL IMPACT

25 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-62

To provide that the general secretary is the chief executive officer of RI

Proposer(s): District 5190, USA

Endorsed by: District 5190 through a ballot-by-mail, 11-27 December 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 28 MOP)*

2 **Article 6 Officers**

3 **6.140. Duties of Officers.**

4 **6.140.3. General Secretary.**

5 The general secretary shall be the chief ~~operating~~ executive officer of RI. As chief
6 ~~operating~~ executive officer, the general secretary shall be responsible for the day-
7 to-day management of RI under the direction and control of the board. The
8 general secretary shall be responsible to the president and board for the
9 implementation of its policies and for the operations and administration,
10 including the financial operation, of RI. The general secretary also shall
11 communicate with Rotarians and clubs the policies established by the board. The
12 general secretary shall be solely responsible for the supervision of the secretariat
13 staff. The general secretary shall make an annual report to the board. Upon
14 approval by the board, the annual report shall be submitted to the convention.
15 The general secretary shall give bond for the faithful discharge of those duties in a
16 sum and with sureties as required by the board.
17
18
19

(End of Text)

PURPOSE AND EFFECT

20 This proposal seeks to update the designation of the general secretary from chief
21 operating officer to chief executive officer. This proposal does not seek to
22 eliminate the title of general secretary or change the existing duties and
23 responsibilities of the general secretary.

24
25 This proposal recognizes that the role of the general secretary has evolved over
26 the years and is currently much closer to that of a chief executive officer than
27 simply a chief operating officer. In addition to the responsibilities currently
28 listed in RI Bylaws subsection 6.140.3., for instance, the RI Board also requests
29 the general secretary to assist the RI Board and Trustees in long-range planning
30 and policy formation and to act on its behalf in carrying out many of the Board's
31 responsibilities between meetings. Not only is the title "chief executive officer" a
32 more accurate description of the general secretary's role, but this change would

- 1 clarify the role and responsibilities of the general secretary to Rotarians and non-
- 2 Rotarians.

FINANCIAL IMPACT

- 3 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-63

To remove the delay before a change to district boundaries takes effect

Proposer(s): Rotary Club of Maryville, District 6780, USA

Endorsed by: District 6780 through a ballot-by-mail, 25 September-16 October 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 66 MOP)*

2

3 **Article 16 Districts**

4

5 **16.010. How Established.**

6 The board is authorized to group the clubs into districts. The president shall
7 promulgate a list of such districts and their boundaries. Such action shall be at
8 the direction of the board. The board may assign a club that conducts interactive
9 activities to any district.

10

11 **16.010.1. Eliminating and Changing Boundaries.**

12 The board may eliminate or change the boundaries of any district with more than
13 100 clubs or fewer than 1,100 Rotarians, and in conjunction with any such
14 change, the board may move the clubs from such districts into adjacent districts.
15 The board also may merge such districts with other districts or divide the
16 districts. Otherwise, no change shall be made to the boundaries of any district
17 over the objection of a majority of the total number of clubs in the district. The
18 board may eliminate or change the boundaries of a district only after consulting
19 with and providing reasonable opportunity for the governors and clubs of the
20 districts involved to provide a recommendation on the proposed change. The
21 board shall take into account geographical boundaries, potential for district
22 growth, and cultural, economic, language, and other relevant factors. ~~Any~~
23 ~~decision by the board to eliminate or change district boundaries shall not be~~
24 ~~effective for at least two years.~~ The board shall establish procedures as to
25 administration, leadership and representation for future or merged districts.

(End of Text)

PURPOSE AND EFFECT

26 The sentence in subsection 16.010.1. that this enactment eliminates was added by
27 the 2016 Council on Legislation, and clubs and districts have experienced
28 unintended negative impacts as a result of the minimum two-year time
29 restriction for districting changes to take effect. The restriction is unnecessary
30 since the RI Board and the Districting Committee have always worked with
31 districts for a minimum of two years prior to a merger and will often grant

1 extensions beyond that time unless the districts request a shorter time frame.
2 Districts subject to a merger have two years to develop their membership growth
3 plan and a plan for reorganizing clubs. In the case of a district split, the district
4 determines the time frame, but a minimum of two years is recommended and
5 allowed. From time to time, districts request that a redistricting merger or split
6 take place in less than two years, which subsection 16.010.1. now prevents.
7 Additionally, the Rotary Code of Policies provides that the RI Board can transfer
8 up to 10 clubs from one district to another with approval from the clubs and both
9 districts. Clubs often request that the movement take place in less than two
10 years.

11
12 The rationale of the 2016 Council on Legislation in adding the two-year
13 restriction was to ensure that districts have adequate time for the governor-elect
14 and governor-nominee to serve. The change was unnecessary because the two-
15 year time frame has always been allowed and elected and nominated governors
16 serve prior to the districting changes taking effect.

17
18 The current restriction now requires the minimum two-year period before a
19 districting action takes effect even if the districts and/or clubs affected would
20 prefer a shorter time frame. The proposal to remove this restriction enables each
21 case of a merger, split, or transfer of clubs to be handled in a manner that the
22 affected districts recommend and request.

FINANCIAL IMPACT

23 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-64

To revise the Board's authority to change district boundaries

Proposer(s): District 9810, Australia

Endorsed by: District 9810 through a ballot-by-mail, 29 November-15
December 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 66 MOP)*

2

3 **Article 16 Districts**

4

5 **16.010. How Established.**

6 The board is authorized to group the clubs into districts. The president shall
7 promulgate a list of such districts and their boundaries. Such action shall be at
8 the direction of the board. The board may assign a club that conducts interactive
9 activities to any district.

10

11 **16.010.1. Eliminating and Changing Boundaries.**

12 The board may eliminate or change the boundaries of any district with more than
13 100 clubs or fewer than 1,100 Rotarians, and in conjunction with any such
14 change, the board may move the clubs from such districts into adjacent districts.
15 The board also may merge such districts with other districts or divide the
16 districts. Otherwise, no change shall be made to the boundaries of any district
17 over the objection of a majority of the total number of clubs in the district. The
18 board may eliminate or change the boundaries of a district only after consulting
19 with and providing reasonable opportunity for the governors and clubs of the
20 districts involved to provide a recommendation on the proposed change. The
21 board shall take into account the effectiveness of a district's contribution to
22 Rotary's mission, geographical boundaries, potential for district growth, and
23 cultural, economic, language, and other relevant factors before eliminating or
24 changing the boundaries of districts with fewer than 1,100 Rotarians. Any
25 decision by the board to eliminate or change district boundaries shall not be
26 effective for at least two years. The board shall establish procedures as to
27 administration, leadership and representation for future or merged districts.

(End of Text)

PURPOSE AND EFFECT

28 This enactment seeks to mitigate the risk of unintended consequences of
29 eliminating districts and changing boundaries. It will enable the RI Board to
30 provide exemptions to highly effective undersized districts to continue to operate;
31 whereby, eliminating a district or changing its boundaries based on numbers of

1 Rotarians risks further decline in membership and productivity, impacting on
2 districts' achieving Rotary's mission.

3
4 While eliminating districts to create larger geographic units to satisfy club and
5 Rotarian numbers criteria may generate savings for RI, additional costs are
6 passed on to districts and Rotarians through increased operating expenses in
7 administering larger geographic areas (such as travel and accommodation
8 expenses for each Rotarian whenever training and group communication
9 meetings are required). Experience in Australia has shown that membership
10 decline continues after district restructuring, with the loss of nearly 6,000
11 Rotarians across Australia despite restructuring.

12
13 Reworking district boundaries does not address the ubiquitous issues in many
14 clubs of ageing membership and outdated meeting culture, issues that keep clubs
15 out of step with the current needs of society.

16
17 District restructuring continues to mask the underlying problem, by joining up
18 larger numbers of under-performing smaller clubs (dilution of energy and effort).
19 This suggests that the first step in the sequence of revitalizing Rotary in Australia
20 is not a numbers game (clubs/members), but linked to strong, visionary
21 leadership and greater Rotarian engagement (concentration of energy and effort).
22 This can be facilitated by geographically optimized groupings of clubs with a
23 natural affinity for working together. The unintended consequences of
24 restructuring may be a one-way street for many Australian Rotary districts, that
25 may reach a tipping point beyond which Rotary in Australia cannot recover
26 (similar to the demise of Apex Clubs in Australia).

FINANCIAL IMPACT

27 This enactment could have a substantial financial impact on RI that cannot be
28 determined at this time. Cost would increase if the RI Board maintains districts
29 with fewer than 1,100 Rotarians.

30
31 The estimated average RI cost per district is US\$35,000 for direct expenses only,
32 which is primarily driven by funding for district governors, governors-elect
33 training at the International Assembly, and district representative expenses for
34 the Council on Legislation.

35
36 Currently, there are 36 districts with fewer than 1,100 members.

VOTE TOTALS

_____ yes

_____ no

RESULT☐ Adopted☐ Referred to Board☐ Postponed☐ Adopted as Amended☐ Rejected☐ Withdrawn**NOTES**

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PROPOSED ENACTMENT 19-65

To revise the Board's authority to change district boundaries and base zones on the number of clubs

Proposer(s): Rotary Club of Santiago del Estero, District 4849, Argentina

Endorsed by: District 4849 through an annual district conference, Termas de Río Hondo, Santiago del Estero, Argentina, 27 May 2017

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

2
3 *in article 13 (page 53 MOP)*

4
5 **Article 13 Nominations and Elections for Directors**

6
7 **13.010. Nominations for Directors by Zones.**

8 Nominations for directors shall be by zones, as hereinafter provided:

9
10 **13.010.1. Number of Zones.**

11 The world shall be divided into 34 zones that are approximately equal in number
12 of ~~Rotarians~~ clubs.

13
14 *and in article 16 (page 66 MOP)*

15
16 **Article 16 Districts**

17
18 **16.010. How Established.**

19
20 **16.010.1. Eliminating and Changing Boundaries.**

21 The board may eliminate or change the boundaries of any district with more than
22 100 clubs or fewer than 1,100 Rotarians or fewer than 55 clubs, and in
23 conjunction with any such change, the board may move the clubs from such
24 districts into adjacent districts. The board also may merge such districts with
25 other districts or divide the districts. Otherwise, no change shall be made to the
26 boundaries of any district over the objection of a majority of the total number of
27 clubs in the district. The board may eliminate or change the boundaries of a
28 district only after consulting with and providing reasonable opportunity for the
29 governors and clubs of the districts involved to provide a recommendation on the
30 proposed change. The board shall take into account geographical boundaries,
31 potential for district growth, and cultural, economic, language, and other relevant
32 factors. Any decision by the board to eliminate or change district boundaries
33 shall not be effective for at least two years. The board shall establish procedures
34 as to administration, leadership and representation for future or merged districts.

(End of Text)

PURPOSE AND EFFECT

1 For more than 20 years, RI has been growing only in the number of clubs, not in
2 the number of members. As Rotary is an organization of Rotary clubs, this
3 growth is unobjectionable, but it is regrettable that our clubs are getting smaller.

4
5 According to the current numbers, there are approximately 35,200 clubs with
6 1,230,000 members. Administratively, there are 535 districts and 34 zones.
7 Twenty years ago, there were 27,000 clubs, a very similar number of members,
8 and 516 districts.

9
10 This means that in 20 years, the number of clubs has increased by approximately
11 30 percent.

12
13 It is the intent of this enactment that the number of clubs and not the number of
14 members be taken into consideration when designating zones and districts. This
15 will help to make the administrative operations run more efficiently, it will avoid
16 forced alliances, etc.

FINANCIAL IMPACT

17 This enactment could have a financial impact on RI which cannot be determined
18 at this time. Cost would depend on the scope and extent of support provided by
19 the RI Board to eliminate and change district boundaries.

20
21 The estimated average RI cost per district is US\$35,000 for direct expenses only,
22 which is primarily driven by funding for district governors, governors-elect
23 training at the International Assembly, and district representative expenses for
24 the Council on Legislation.

25
26 Currently, 197 districts would be potentially impacted:

- 27 • 36 districts with fewer than 1,100 members
- 28 • 189 districts with fewer than 55 clubs (of which 28 districts also have fewer
29 than 1,100 members)

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Adopted as Amended

☐ Referred to Board

☐ Rejected

☐ Postponed

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-66

To remove the name of the official magazine from the RI Bylaws

Proposer(s): Board of Directors of RI

1 To amend the **BYLAWS** of Rotary International as follows (page 81 MOP)

3 **Article 21 Official Magazine**

5 **21.010. Authority for Publishing Official Magazine.**

6 The board shall be responsible for publishing an official magazine of RI. The
7 official magazine shall be published in as many editions as the board shall
8 authorize, the basic edition being published in English ~~and being known as *THE*~~
9 ~~*ROTARIAN*~~. The purpose of the official magazine shall be to serve as a medium
10 to assist the board in furthering the purposes of RI and the Object of Rotary.

(End of Text)

PURPOSE AND EFFECT

11 This proposal removes the requirement from the RI Bylaws that the official
12 magazine of RI will be named *The Rotarian*. It is intended to give the Board the
13 ability to change the name of the official magazine and allow the Board to be
14 more nimble and flexible to achieve Rotary's marketing objectives to increase
15 awareness and interest in Rotary.

16
17 Globally, 29 out of the 33 Rotary-licensed magazines have already made the
18 transition to using *Rotary* in their titles, with the localized name below the title
19 (i.e., *Rotary Down Under*, *Rotary No Tomo*, *Rotary Brasil*). This naming model
20 is clear, concise, and resonates with members and the broader public.

FINANCIAL IMPACT

21 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT☐ Adopted☐ Referred to Board☐ Postponed☐ Adopted as Amended☐ Rejected☐ Withdrawn**NOTES**

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PROPOSED ENACTMENT 19-67

To remove the publication and subscription requirements for the official magazine and regional magazines

Proposer(s): Rotary Club of Parys, District 9370, Lesotho and South Africa

Endorsed by: District 9370 through a ballot-by-mail, November-December 2017

To amend the **BYLAWS** of Rotary International as follows (pages 81-82 MOP)

~~Article 21 Official Magazine~~

~~21.010. Authority for Publishing Official Magazine.~~

~~The board shall be responsible for publishing an official magazine of RI. The official magazine shall be published in as many editions as the board shall authorize, the basic edition being published in English and being known as *THE ROTARIAN*. The purpose of the official magazine shall be to serve as a medium to assist the board in furthering the purposes of RI and the Object of Rotary.~~

~~21.020. Subscription Prices.~~

~~21.020.1. Price.~~

~~The board shall determine the subscription price of all editions of the official magazine.~~

~~21.020.2. Required Subscription.~~

~~Each member of a club in the United States and Canada shall become a paid subscriber to the official magazine for the duration of such membership. Two Rotarians residing at the same address have the option to subscribe jointly to the official magazine. Such subscription shall be collected by the club from its members and forwarded to RI on behalf of the member. Each member shall have the option to choose to receive either a printed copy by mail or an electronic copy via the internet.~~

~~21.020.3. Magazine Income.~~

~~The income generated by the magazine in a year shall not be used during that year for purposes other than its publication and improvement. Any excess income over expenditure shall be transferred to the general fund surplus of RI at the end of the year, unless otherwise provided by the board.~~

~~21.030. Subscription to Magazines.~~

~~21.030.1. Required Subscription.~~

~~Each member of a club not located in the United States or Canada shall become a paid subscriber to the official magazine of RI or to a Rotary magazine approved~~

1 and prescribed for that club by the board. Two Rotarians residing at the same
2 address have the option to subscribe jointly to the official magazine or the Rotary
3 magazine approved and prescribed by the board for their club or clubs. The
4 members shall maintain such subscriptions for the duration of their membership.
5 Each member shall have the option to choose to receive either a printed copy by
6 mail or an electronic copy via the internet where available.

7
8 ~~21.030.2. Exceptions to Subscription Requirement.~~

9 A club may be excused by the board from complying with the provisions of this
10 section if its members are not literate in any of the languages of the official
11 magazine or the Rotary magazine approved by the board for such club.

12
13 (Subsequent articles will be renumbered as appropriate)

14
15 And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows
16 (page 98 MOP)

17
18 **Article 17 Rotary Magazines**

19 **Section 1** — ~~Mandatory Subscription.~~ Unless, in accordance with the bylaws of
20 RI, this club is excused by the board of directors of RI from complying with the
21 provisions of this article, each member shall, for the duration of membership,
22 subscribe to the official magazine or to the magazine approved and prescribed
23 for this club by the board of directors of RI. Two Rotarians residing at the same
24 address have the option to subscribe jointly to the official magazine or the
25 Rotary magazine approved and prescribed by the board for their club or clubs.
26 The subscription shall be paid on such dates as established by the board for the
27 payment of per capita dues for the duration of membership in this club.

28 **Section 2** — ~~Subscription Collection.~~ The subscription shall be collected by this
29 club from each member in advance and remitted to the Secretariat of RI or to
30 the office of such regional publications as may be determined by the board of
31 directors of RI.

(Subsequent articles will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

32 Traditionally, official Rotary magazines have been an important way for the RI
33 president and the RI Board to reach all Rotary members all over the world to give
34 information and to spread ideas.

35
36 However, the world has changed. More people now reach for their news on their
37 smartphone, tablet, or laptop, than pick up a traditional magazine or newspaper.
38 Both RI and RIBI have recognized this. RI has made a major investment in
39 rotary.org to showcase Rotary to the general public and in My Rotary for
40 Rotarians worldwide. RIBI relaunched its magazine, *Rotary*, as an online news

portal in February 2018. Updated daily, members will be able to submit their own news, images, and videos.

Most Rotary clubs now use social media and messaging apps such as Whats App to communicate both internally and with their local community. There are new free Rotary online newspapers, such as *The Rotary World* on Twitter daily. For local printed publicity material, there is now a club brochure on the RI website which can be downloaded and customized. This is likely to be more relevant to the local community.

The cost is also an issue, particularly in areas of the world such as Asia and Africa where wages are much lower than in the USA or Europe. In these areas, the magazine is a significant part of the cost of Rotary.

The effect is that RI has no responsibility to produce a magazine and no Rotarian has an obligation to subscribe to one.

FINANCIAL IMPACT

This enactment would result in a substantial decrease in revenues and expenses if RI is not required to publish a magazine and subscription is not mandatory.

If the magazine is eliminated (based on 2016-2017 data):

- revenues would decrease by US\$6.2 million (subscriptions US\$5.9 million and advertising US\$300,000)
- direct expenses would decrease by US\$4.7 million (primarily paper, printing, postage, and editorial staffing)
- indirect expenses estimated at US\$1.3 million would also be impacted (primarily technology, visual media, and Secretariat staffing outside of editorial and overheads)

If the requirement to subscribe to an official magazine were removed from the RI Bylaws, the RI Board would have discretion to continue publishing a magazine or to eliminate it. If the RI Board continued to publish the magazine in its current format, this would result in an increased cost per copy of each magazine due to a smaller print run. There would also be increased expenses for technology modifications required to maintain appropriate subscriber data.

Revenues and expenses for regional magazines are not recorded by RI. However, the publishers of regional magazines would experience a similar unfavorable impact on their circulation, revenues, and expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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Compromise Legislation

PROPOSED ENACTMENT 19-68

To amend the subscription requirements for the official magazine and regional magazines

Proposer(s): Rotary Club of Helsingborg-Kärnan, District 2390, Sweden
Rotary Club of Cromwell, District 9980, New Zealand

Endorsed by: District 2390 through an annual district conference, Malmö, Sweden, 7 October 2017
District 9980 through an annual district conference, Wanaka, Otago, New Zealand, 13 May 2017

1 To amend the **BYLAWS** of Rotary International as follows (pages 81-82 MOP)

2

3 **Article 21 Official Magazine**

4

5 **21.020. Subscription Prices.**

6

7 21.020.2. *Required Subscription.*

8 Each member of a club in the United States and Canada shall have the option to
9 become a paid subscriber to the official magazine for the duration of such
10 membership. Two Rotarians residing at the same address ~~have the option to may~~
11 subscribe jointly to the official magazine. Such subscription shall be collected by
12 the club from its subscribing members and forwarded to RI on behalf of the
13 subscribing member. Each subscribing member shall have the option to choose
14 to receive either a printed copy by mail or an electronic copy via the internet.

15

16 **21.030. Subscription to Magazines.**

17

18 21.030.1. *Required Subscription.*

19 Each member of a club not located in the United States or Canada shall have the
20 option to become a paid subscriber to the official magazine of RI or to a Rotary
21 magazine approved and prescribed for that club by the board. Two Rotarians
22 residing at the same address ~~have the option to may~~ subscribe jointly to the
23 official magazine or the Rotary magazine approved and prescribed by the board
24 for their club or clubs. The subscribing members shall maintain such
25 subscriptions for the duration of their membership. Each subscribing member
26 shall have the option to choose to receive either a printed copy by mail or an
27 electronic copy via the internet where available.

28

29 ~~21.030.2. *Exceptions to Subscription Requirement.*~~

30 ~~A club may be excused by the board from complying with the provisions of this~~
31 ~~section if its members are not literate in any of the languages of the official~~
32 ~~magazine or the Rotary magazine approved by the board for such club.~~

1 And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows
2 (page 98 MOP)

3
4 **Article 17 Rotary Magazines**

5 **Section 1 — *Mandatory Subscription.*** ~~Unless, in accordance with the bylaws of~~
6 ~~RI, this club is excused by the board of directors of RI from complying with the~~
7 ~~provisions of this article, each member shall, for the duration of membership,~~
8 Each member may subscribe to the official magazine or to the magazine
9 approved and prescribed for this club by the board of directors of RI. Two
10 Rotarians residing at the same address ~~have the option to~~ may subscribe jointly
11 to the official magazine or the Rotary magazine approved and prescribed by the
12 board for their club or clubs. ~~The subscription shall be~~ Each member who
13 subscribes shall ensure the subscription is paid on such dates as established by
14 the board for the payment of per capita dues for the duration of membership in
15 this club.

16 **Section 2 — *Subscription Collection.*** ~~The subscription~~ Subscriptions payable (if
17 any) shall be collected by this club from each member who subscribes in
18 advance and remitted to the Secretariat of RI or to the office of such regional
19 publications as may be determined by the board of directors of RI.

(End of Text)

PURPOSE AND EFFECT

20 Traditionally, official Rotary magazines have been an important way for the RI
21 president and the RI Board to reach Rotarians all over the world to give
22 information and to disseminate ideas. Rotarians all over the world were also able
23 to use the magazines to exchange ideas and information. This traditionally was
24 the accepted format to distribute this type of information.

25
26 Today, communication of information and ideas throughout the world, including
27 from RI, tends to prefer the digital channels. Such channels are considered to be
28 more cost effective and timely, as they provide for more immediate distribution
29 to Rotarians with a lower cost structure.

30
31 RI has been using such digital channels via blogs, targeted specific topic email
32 newsletters, and social media postings to inform members and disseminate ideas
33 through the RI website for some time now. As a result of the digital information
34 provided, much of the material in the magazines is similar to that already
35 provided by digital media. It is, therefore, of lesser interest when it reaches
36 Rotarians. Where the articles presently contained in the official Rotary
37 magazines are not already duplicated, they could easily be incorporated into the
38 other digital channels to consolidate the many forms of communications now
39 available.

40
41 RI communications such as blogs, social media stories, and specific topic
42 newsletters are paid from Rotarian member dues rather than by a special

1 subscription. This causes members to question why they are also required to pay
2 separately for information that could be considered already available for no
3 additional cost. While appreciating that there is still a cost to provide the
4 information in digital form, the discrepancy between paying separately for the
5 magazine and not paying separately for digital media creates an inequity that
6 does not appear fair and reasonable.

FINANCIAL IMPACT

7 This enactment could result in a substantial decrease in net revenues for RI
8 which cannot be determined at this time, dependent upon the number of
9 Rotarians who opt to subscribe to *The Rotarian*.

10

11 A reduced circulation will decrease subscription and advertising revenues, but
12 the cost per copy of each magazine will increase as a result of a smaller print run.

13

14 Current revenue and expenses based on 2016-2017 data for 427,000 subscribers:

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- revenues US\$6.2 million (subscriptions US\$5.9 million and advertising US\$300,000)
- direct expenses US\$4.7 million (primarily paper, printing, postage, and editorial staffing)
- indirect expenses estimated at US\$1.3 million (primarily technology, visual media, and secretariat staffing outside of editorial and overheads)

Additional expenses would be incurred for process and technology modifications required to maintain appropriate subscriber data.

Revenues and expenses for regional magazines are not recorded by RI. However, the publishers of regional magazines would experience a similar unfavorable impact on their circulation, revenues, and expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-69

To prohibit the release of members' personal information

Proposer(s): Rotary Club of Potomac-Bethesda, District 7620, USA

Endorsed by: District 7620 through an annual district conference, College Park, Maryland, USA, 5-7 May 2017

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

2

3 **Article 4 Membership in Clubs**

4

5 **4.120. Member Information.**

6 RI shall not release Rotarians' personal information to outside organizations (i.e.,
7 any entity that is not managed by, administered by, or otherwise associated with
8 RI, The Rotary Foundation, or any Rotary entity) without the express permission
9 of the member. However, RI may release information as required by law or if
10 pertinent to judicial or governmental investigations.

(End of Text)

PURPOSE AND EFFECT

11 Rotarians are reporting that they are receiving solicitations because of the release
12 of Rotarians' contact information from RI. The Rotary Code of Policies states
13 that RI "collects personal information about Rotary club members to be used
14 solely for the purpose of conducting...core business activities." However, the
15 Rotary Code of Policies allows for the RI Board to release information to outside
16 organizations without requesting the Rotarian's express permission. The Rotary
17 Code of Policies states:

18

19 At the direction of the RI Board of Directors, RI may occasionally participate in
20 special advertising and/or marketing initiatives that involve the release of
21 membership information. RI will notify Rotarians about these initiatives and
22 give them the opportunity to decline to participate.

23

24 This proposed enactment would add a new section to the RI Bylaws that reflects
25 some of the current language in the Rotary Code of Policies, but makes clear that
26 "RI shall not release Rotarians' personal information to outside organizations
27 (i.e., any entity that is not managed by, administered by, or otherwise associated
28 with RI, The Rotary Foundation, or any Rotary entity) without the express
29 permission of the member." The method of determining express permission is at
30 the discretion of the RI Board.

1 Note: Rotary’s website privacy policy, posted at
2 <https://www.rotary.org/en/privacy-policy>, states “Rotary may change, add,
3 modify or remove portions of this policy at any time, which shall become effective
4 immediately upon posting on this page.”

FINANCIAL IMPACT

5 This enactment is unlikely to have a substantial financial impact on RI because
6 Rotary has a project in progress to address data protection and data privacy
7 matters. Rotary’s policy regarding Rotarian data and information has been
8 amended to comply with the European Union’s General Data Protection
9 Regulation (GDPR). The project is scheduled to be completed prior to the 2019
10 Council on Legislation meeting.

11
12 In 2017, Rotary began evaluating its data privacy policies, data management
13 practices, and data-sharing agreements with third parties as part of the effort to
14 adopt and achieve compliance with GDPR. GDPR is regulation intended to
15 strengthen and unify data protection for individuals within the European Union;
16 however, organizations that are impacted by GDPR are adopting these
17 regulations globally. To minimize risks and costs, Rotary plans to not implement
18 a person-by-person position to data privacy but instead adopt an all-inclusive
19 policy that complies with GDPR standards.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-70

To amend the provisions for terminating the membership of a club

Proposer(s): District 1760, France

Endorsed by: District 1760 through an annual district conference, Mazan, France, 24 June 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 19 MOP)*

2

3 **Article 3 Resignation, Suspension or Termination of Membership in**
4 **RI**

5

6 **3.030. Board Authority to Discipline, Suspend, or Terminate a Club.**

7

8 3.030.3. Termination for Lack of Members.

9 The board may terminate a club upon the request of the governor if its

10 membership falls below six members.

(Subsequent subsections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

11 It seems desirable for the governor to be able to request the RI Board to
12 terminate clubs whose membership falls below six members.

13

14 Without this possibility, the governor is currently unable to ask for the
15 termination of clubs which, because of their insufficient membership, are no
16 longer able to contribute to the goals of Rotary or to have any serious prospect of
17 development.

FINANCIAL IMPACT

18 This enactment would result in a decrease in per capita dues revenue for RI.
19 Based on July 2017 data regarding club membership, there are approximately
20 300 clubs with fewer than 6 members. The total number of members in those
21 clubs is approximately 1,300. This proposed enactment would impact clubs with
22 five members or fewer. If these clubs were to be terminated, this would decrease
23 annual revenues by approximately US\$83,000 based on US\$64 annual per capita
24 dues. However, it is possible that clubs with six or fewer members may merge
25 with larger clubs in their vicinity.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-71

To remove past RI presidents as members of the Councils and eliminate the Council of Past Presidents

Proposer(s): Rotary Club of Parys, District 9370, Lesotho and South Africa

Endorsed by: District 9370 through a ballot-by-mail, November-December 2017

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

2
3 *in article 9 (page 34 MOP)*

4
5 **Article 9 Members of the Council on Legislation and Council on**
6 **Resolutions**

7
8 **9.010. Members of the Council on Legislation and Council on Resolutions.**

9 The council on legislation and the council on resolutions shall be composed of the
10 following voting and non-voting members:

11
12 ~~9.010.5. Past Presidents.~~

13 ~~All past presidents of RI shall be non-voting members of the councils.~~

14
15 (Subsequent subsections will be renumbered as appropriate)

16
17 *and in article 20 (pages 80-81 MOP)*

18
19 **Article 20 Other Meetings**

20
21 ~~**20.030. Council of Past Presidents.**~~

22
23 ~~**20.030.1. How Constituted.**~~

24 ~~There shall be a council of past presidents which shall be a standing council~~
25 ~~composed of past presidents holding membership in a club. The president shall~~
26 ~~be *ex officio* a member of the council of past presidents with the privilege of~~
27 ~~attending its meetings and taking part in its deliberations, but shall have no vote~~
28 ~~in the proceedings thereof.~~

29
30 ~~**20.030.2. Officers.**~~

31 ~~The penultimate past president shall serve as chair of the council of past~~
32 ~~presidents. The member of the council who is the immediate past president shall~~
33 ~~serve as vice chair of the council. The general secretary shall be the secretary of~~
34 ~~the council of past presidents but shall not be a member thereof.~~

1 ~~20.030.3. Duties.~~

2 ~~The council of past presidents shall consider, through correspondence, matters~~
3 ~~referred by the president or board and may give advice and recommendations to~~
4 ~~the board thereon. The council shall also, upon request of the board, act as~~
5 ~~mediators in matters involving clubs, districts and officers.~~

7 ~~20.030.4. Meetings.~~

8 ~~The president or the board may call a meeting of the council of past presidents~~
9 ~~where concerted consideration and recommendation of the council is required.~~
10 ~~Such meeting shall have an agenda which shall include topics referred by the~~
11 ~~president or the board. The chair of the council shall make a report to the board~~
12 ~~subsequent to each meeting. Such report shall receive no publicity unless it is~~
13 ~~released in whole or in part for that purpose by the board.~~

15 ~~20.030.4.1. Meeting at Convention and International Assembly.~~

16 ~~The council of past presidents shall meet at the annual convention and/or~~
17 ~~international assembly.~~

(Subsequent sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

18 It is unclear what, if anything, past presidents add to the governance of RI. They
19 have neither clear terms of reference nor deliverables.

21 If they do have a formal role, then the RI Board or Council on Legislation should
22 bring forward suggestions for terms of reference.

24 The effect of this enactment would be to remove past RI presidents from any
25 formal role in the governance of RI.

FINANCIAL IMPACT

26 This enactment could have a financial impact on RI which cannot be determined
27 at this time and would be contingent upon the specific actions taken by the RI
28 Board.

30 The approximate expenses for past president attendance at meetings are as
31 follows:

- 32 • US\$133,000 annually for the International Assembly
- 33 • US\$111,000 annually for the International Convention
- 34 • US\$70,000 triennially for the Council on Legislation

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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Motion to Amend
RI Board of Directors

PROPOSED ENACTMENT 19-72

To admit Rotaract clubs to RI membership

Proposer(s): Board of Directors of RI

*To amend the **CONSTITUTION** of Rotary International as follows*
in article 1 (page 11 MOP)

Article 1 Definitions

As used in the constitution and bylaws of Rotary International, unless the context otherwise clearly requires, the words in this article shall have the following meanings:

1. Board: The Board of Directors of Rotary International.
2. Club: A Rotary club.
3. ~~Governor:~~ A governor of a Rotary district.
- 3- 4. Member: A member, other than an honorary member, of a Rotary club.
4. ~~Year:~~ The twelve-month period which begins on the first day of July.
5. RI: Rotary International.
6. ~~Governor:~~ A governor of a Rotary district.
6. Rotaract club: A club of young adults.
7. Rotaractor: A member of a Rotaract club.
8. Year: The twelve-month period which begins on the first day of July.

and in article 2 (page 11 MOP)

Article 2 Name and Description

The name of this organization shall be Rotary International. RI is the association of clubs and Rotaract clubs throughout the world.

and in article 3 (page 11 MOP)

Article 3 Purposes

The purposes of RI are:

- (a) To support the clubs, Rotaract clubs, and districts of RI in their pursuit of programs and activities that promote the Object of Rotary;
- (b) To encourage, promote, extend, and supervise Rotary throughout the world;
- (c) To coordinate and generally direct the activities of RI.

1 *and in article 5 (pages 11-12 MOP)*

3 **Article 5 Membership**

4 **Section 1 — How Constituted.** The membership of RI shall consist of clubs and
5 Rotaract clubs which continue to perform the obligations as set forth in this
6 constitution and the bylaws.

7
8 **Section 2 — Composition of Clubs.**

9
10 (d) In countries where the word “club” has an inappropriate connotation,
11 Rotary clubs or Rotaract clubs, with the approval of the board, will not be
12 obliged to use it in their names.

13
14 **Section 3 — Composition of Rotaract Clubs.** Rotaract clubs shall be composed
15 of Rotaractors as determined by the board.

16
17 **Section 3 4 — Ratification of Constitution and Bylaws.** Every club and
18 Rotaract club granted a certificate of membership in RI and accepting the same
19 thereby accepts, ratifies, and agrees to be bound in all things, not contrary to
20 law, by this constitution and the bylaws of RI, and amendments thereto, and to
21 faithfully observe the provisions thereof.

22
23 (Subsequent sections will be renumbered as appropriate)

24
25 *and in article 8 (page 13 MOP)*

26 27 **Article 8 Administration**

28
29 **Section 3 —** The administration of Rotaract clubs shall be under the general
30 supervision of the board or under such other supervision as the board may
31 determine.

32
33 (Subsequent sections will be renumbered as appropriate)

34
35 *and in article 11 (page 15 MOP)*

36 37 **Article 11 Dues**

38 Every club and Rotaract club shall pay to RI per capita dues semiannually, or on
39 such other dates as established by the board.

40
41 *and in article 13 (page 15 MOP)*

42 43 **Article 13 Membership Title and Insignia**

44
45 **Section 3 — Rotaract Members.** Every member of a Rotaract club shall be
46 known as a Rotaractor and shall be entitled to wear the emblem, badge, or other
47 insignia of Rotaract.

1 And to amend the **BYLAWS** of Rotary International as follows
2
3 in article 1 (page 17 MOP)
4

5 **Article 1 Definitions**

6 As used in the bylaws, unless the context otherwise clearly requires, the words in
7 this article shall have the following meanings:

- 8 1. Board: The Board of Directors of Rotary International.
- 9 2. Club: A Rotary club.
- 10 3. Constitutional documents: The Rotary International constitution and bylaws and
11 the standard Rotary club constitution.
- 12 4. Governor: The governor of a Rotary district.
- 13 5. Member: A member, other than an honorary member, of a Rotary
14 club.
- 15 6. RI: Rotary International.
- 16 7. RIBI: The administrative territorial unit of Rotary
17 International in Great Britain and Ireland.
- 18 8. Rotaract club: A club of young adults.
- 19 9. Rotaractor: A member of a Rotaract club.
- 20 ~~8.~~ 10. Satellite club: A potential club whose members shall also be members
21 of the sponsor club.
- 22 ~~9.~~ 11. Year: The twelve-month period which begins on 1 July.

23
24 and in article 2 (pages 17-18 MOP)
25

26 **Article 2 Membership in Rotary International**

27 **2.010. Application for Membership in RI.**

28 A club or a Rotaract club seeking admission to membership in RI shall apply to
29 the board, pursuant to a process determined by the board. The application shall
30 be accompanied by the admission fee as determined by the board. The fee shall
31 be in US currency or equivalent currency of the country in which the club is
32 located. Membership shall become effective on the date such application is
33 approved by the board.
34

35 **2.040. Adoption of Standard Constitution by Rotaract Clubs**

36 A standard Rotaract club constitution shall be established and may be amended
37 by the board. The standard Rotaract club constitution shall be adopted by all
38 Rotaract clubs admitted to membership. Such amendments shall automatically
39 become a part of the constitution of each Rotaract club.
40

41 **2.040.1. Exceptions by the Board to the Standard Rotaract Club Constitution**

42 The board may approve provisions in an individual Rotaract club's constitution
43 which are not in accordance with the standard Rotaract club constitution so long
44 as such provisions do not contravene the RI constitution and bylaws. This
45 approval requires a two-thirds majority of the board members present and shall
46 be given only to comply with local law or custom or in exceptional circumstances.
47

(Subsequent sections will be renumbered as appropriate)

and in article 3 (pages 18-20 MOP)

Article 3 Resignation, Suspension or Termination of Membership in RI

3.010. *Club or Rotaract Club Resignation from RI.*

Any club or Rotaract club may resign its membership provided it has fulfilled its financial and other obligations to RI. Such resignation shall be immediately effective upon acceptance by the board. The certificate of membership of such club or Rotaract club shall be returned to the general secretary.

3.030. *Board Authority to Discipline, Suspend, or Terminate a Club or Rotaract Club.*

3.030.1. *Suspension or Termination for Failure to Pay Dues or Report Members.*

The board may suspend or terminate the membership of any club which fails to pay its dues or other financial obligations to RI or approved contributions to the district fund. The board may terminate the membership of any Rotaract club which fails to pay its dues or other financial obligations to RI. The board may suspend the membership of any club which fails to report changes to its membership on a timely basis.

3.030.2. *Termination for Failure to Function.*

The board may terminate the membership of any club or Rotaract club where such club or Rotaract club disbands for any reason, fails to meet regularly, or otherwise fails to function. Before acting on a termination for failure to function, the board shall request the governor to submit a report regarding the circumstances of the termination.

3.030.4. *Termination for Legal Action.*

The board may suspend or terminate the membership of any club that initiates or maintains, or retains in its membership an individual who initiates or maintains, litigation against RI or The Rotary Foundation, including their directors, trustees, officers, and employees, prior to exhausting all remedies provided for in the constitutional documents. The board may terminate the membership of any Rotaract club that initiates or maintains, or retains in its membership an individual who initiates or maintains, litigation against RI or The Rotary Foundation, including their directors, trustees, officers, and employees, prior to exhausting all remedies provided for in the constitutional documents.

3.030.5. *Suspension or Termination for Failure to Comply with Youth Protection Laws.*

The board may suspend or terminate the membership of a club or Rotaract club that fails to appropriately address any allegations made against one of its

1 members in connection with Rotary-related youth programs for violation of
2 applicable law regarding the protection of youth.

3
4 **3.030.6. Discipline for Cause.**

5 The board may take action against a club or Rotaract club for cause provided a
6 copy of the charges and notice of the time and place of hearing is mailed to the
7 president and the secretary of such club at least 30 days before such hearing. The
8 governor of the concerned district or a past governor selected by the governor
9 may be present at such hearing at the district's cost. Such club or Rotaract club
10 shall be entitled to be represented by counsel at any such hearing. Following
11 such hearing, the board may discipline or suspend a club or Rotaract club upon a
12 majority vote of the entire board or expel the club upon a unanimous vote.

13
14 **3.030.7. Period of Suspension.**

15 The board shall reinstate the membership rights of a club or Rotaract club that
16 has been suspended upon the determination that payment of dues or other
17 financial obligation to RI or approved contributions to the district fund have been
18 paid in full; the membership of any person who has misused funds from The
19 Rotary Foundation or otherwise has breached the stewardship policies of The
20 Rotary Foundation has been terminated; there is evidence that the club or
21 Rotaract club has appropriately addressed any allegations made against one of its
22 members in connection with Rotary-related youth programs for violation of
23 applicable law regarding the protection of youth; or issues leading to discipline
24 for cause have been resolved. In all other cases, if the reason for suspension has
25 not been remedied within six months, the board shall terminate the club or
26 Rotaract club.

27
28 **3.050. Surrender of Rights by Terminated Club or Rotaract Club.**

29 The privilege of using the name, emblem, and other insignia of RI shall cease
30 upon the termination of membership of the club or Rotaract club. The club or
31 Rotaract club shall have no proprietary rights in the property of RI upon
32 termination of its membership. The general secretary shall proceed to recover
33 the certificate of membership of such former club or Rotaract club.

34
35 *and in article 4 (pages 21-22 MOP)*

36
37 **Article 4 Membership in Clubs**

38
39 **4.060. Rotaract Club Membership.**

40 A Rotaract club shall be composed of young adults, as determined by the board.

41
42 ~~4.070.~~ **4.080. Limitations on Membership.**

43 Notwithstanding the provisions of section 2.030., no club or Rotaract club,
44 regardless of the date of its admission to membership in RI, may by provisions in
45 its constitution or otherwise, limit membership in the club on the basis of gender,
46 race, color, creed, national origin, or sexual orientation or impose any condition
47 of membership not specifically prescribed by the RI constitution or bylaws. Any

1 provision in any club or Rotaract club constitution or any condition otherwise
2 imposed in conflict with this section of the bylaws is null, void, and without
3 effect.

4
5 ~~4.080.~~ **4.090.** *RI Employment.*

6 Any club or Rotaract club may retain in its membership any member employed
7 by RI.

8
9 (Subsequent sections will be renumbered as appropriate)

10
11 *and in article 7 (pages 30-31 MOP)*

12
13 **Article 7 Council on Legislation**

14
15 **7.050.** *Board Examination of Proposed Legislation.*

16 The board (by the constitution and bylaws committee acting on its behalf) shall
17 examine the text of all proposed legislation and shall advise the proposers of any
18 defects in the proposed legislation and recommend, where feasible, corrective
19 action.

20
21 **7.050.4.** *Publication of Proposed Legislation.*

22 The general secretary will provide a copy of all duly proposed legislation together
23 with the proposer's statement of purpose and effect, as reviewed and approved by
24 the constitution and bylaws committee, to each governor, to all members of the
25 council on legislation, and to the secretary of any club or Rotaract club that
26 requests it, no later than 30 September in the year the council on legislation shall
27 be convened. The proposed legislation also will be made available via Rotary's
28 website.

29
30 *and in article 16 (page 71-72 MOP)*

31
32 **Article 16 Districts**

33
34 **16.090.** *Duties of a Governor.*

35 The governor is the officer of RI in the district, functioning under the general
36 control and supervision of the board. The governor is charged with the duty of
37 furthering the Object of Rotary by providing leadership and supervision of the
38 clubs in the district. The governor should work with district and club leaders to
39 encourage participation in a district leadership plan as may be developed by the
40 board. The governor shall provide inspiration and motivation to the clubs in the
41 district. The governor shall also ensure continuity within the district by working
42 with past, current, and incoming district leaders in fostering effective clubs. The
43 governor shall be responsible for the following activities in the district:

- 44 (a) organizing new clubs;
45 (b) strengthening existing clubs;

- (c) promoting membership growth by working with district leaders and club presidents to establish realistic membership goals for each club in the district;
- (d) supporting The Rotary Foundation with respect to program participation and financial contributions;
- (e) promoting cordial relations among the clubs and Rotaract clubs and between the clubs, Rotaract clubs, and RI;
- (f) planning for and presiding at the district conference and assisting the governor-elect in the planning and preparation for the presidents-elect training seminar and the district training assembly;
- (g) providing for an official visit meeting individually or in multi-club meetings conducted throughout the year to take place at a time that maximizes the governor's presence for the purpose of:
 - 1. focusing attention on important Rotary issues;
 - 2. providing special attention to weak and struggling clubs;
 - 3. motivating Rotarians to participate in service activities;
 - 4. ensuring that the constitution and bylaws of the clubs comply with the constitutional documents, especially following councils on legislation; and
 - 5. personally recognizing the outstanding contributions of Rotarians in the district;
- (h) issuing a monthly letter to each club president and secretary in the district;
- (i) reporting promptly to RI as may be required by the president or the board;
- (j) supplying the governor-elect, as soon as possible following his or her election prior to the international assembly, full information as to the condition of clubs with recommended action for strengthening clubs;
- (k) assuring that district nominations and elections are conducted in accordance with the RI constitution, these bylaws, and the established policies of RI;
- (l) inquiring on a regular basis about the activities of Rotarian organizations operating in the district (Friendship Exchanges, intercountry committees, Global Networking Groups, etc.);
- (m) transferring continuing district files to the governor-elect; and
- (n) performing such other duties as are inherent as the officer of RI.

and in article 18 (pages 76-79 MOP)

Article 18 Fiscal Matters

18.020. Club Reports.

Each club or Rotaract club shall certify to the board in any manner prescribed by the board the number of its members on 1 July and on 1 January in each year or on such other dates as established by the board.

18.030. Dues.

1 18.030.2. Per Capita Dues for Rotaract Clubs

2 Each Rotaract club shall pay per capita dues for each of its members as
3 determined by the board.

4
5 ~~18.030.3.~~ 18.030.4. Return or Reduction of Dues.

6 The board may return to any club or Rotaract club such portion of said dues as
7 the board deems just. Upon request, the board may reduce or postpone the
8 amount of per capita dues payable by a club or Rotaract club whose locality has
9 sustained serious damage due to natural or similar disasters.

10
11 ~~18.030.4.~~ 18.030.5. Dues Payable by RIBI.

12 Each club or Rotaract club in RIBI shall pay its per capita dues to RI as provided
13 in subsection 18.030.1., through RIBI, acting on behalf of RI. RIBI shall retain
14 one half of the RI per capita dues assessed pursuant to subsection 18.030.1. and
15 forward to RI the balance of such dues.

16
17 ~~18.030.5.~~ 18.030.6. Adjustment of Payments Due.

18 The board may adjust the payments due from the clubs and Rotaract clubs in any
19 country where the currency of such country is devalued to an extent that the
20 clubs therein are required to pay an excessive amount of their own currency to
21 meet their obligations to RI.

22
23 **18.040. Date of Payment.**

24
25 18.040.2. Prorated Dues.

26 For each member who is elected into membership of a club or Rotaract club, the
27 club shall pay per capita dues in prorated amounts until the beginning of the next
28 period for which dues are payable. The amount payable for each full month of
29 membership shall be one-twelfth of the per capita dues. However, no prorated per
30 capita dues shall be payable by a club or Rotaract club for a transferring member
31 or former member of another club or Rotaract club, ~~as described in section 4.030.~~
32 The prorated per capita dues are due and payable on 1 July and 1 January or on
33 such other dates as established by the board. Such dues shall be changed only by
34 the council on legislation.

35
36 18.040.3. Currency.

37 Dues shall be payable to RI in US currency; however, where it is impossible or
38 impractical for a club or Rotaract club to pay its dues in US currency, the board
39 may authorize payment in other currency. The board also may grant an
40 extension of time for payment of dues when emergency conditions make such
41 action advisable.

42
43 18.040.4. New Clubs.

44 No club or Rotaract club shall be liable for payment of dues until the date next
45 following its date of admission on which a per capita dues payment is due
46 pursuant to subsection 18.040.1.

1 **18.050. Budget.**

2
3 **18.050.5. Publication of the Yearly Budget of RI.**

4 The budget of RI as adopted according to the provisions of subsection 18.050.1.
5 shall be published in a form to be decided upon by the board and brought to the
6 knowledge of all Rotary and Rotaract clubs not later than 30 September of each
7 Rotary year.
8

9 **18.080. Report.**

10 The general secretary shall publish the audited annual report of RI no later than
11 the end of December following the fiscal year end. Such report shall, by
12 individual office, clearly show all reimbursed expenses paid to, and all payments
13 made on behalf of, the president, president-elect, president-nominee and each of
14 the directors. In addition such report shall clearly show all reimbursed expenses
15 paid to, and all payments made on behalf of, the office of the president. The
16 report shall further contain the expenditures of the board, the annual convention,
17 and each major division of the administration and the operations of the
18 secretariat, and be accompanied by a statement comparing each of these items
19 with the budget adopted in accordance with subsection 18.050.1. and, if
20 necessary, as revised in accordance with subsection 18.050.2. The report shall
21 contain full details of any expenditures that vary from the approved budget by
22 more than 10 percent in each category. The report shall be distributed to each
23 current and past officer of RI and shall be made available to any club or Rotaract
24 club upon request. The report for the year immediately preceding a council on
25 legislation shall be mailed by the general secretary to all members of that council
26 at least 30 days prior to the opening of that council.
27

28 *and in article 19 (page 79 MOP)*
29

30 **Article 19 Name and Emblem**

31
32 **19.010. Preservation of RI's Intellectual Property.**

33 The board shall maintain and preserve an emblem, badge, and other insignia of
34 RI for the exclusive use and benefit of all Rotarians and Rotaractors.
35

36 **19.020. Restrictions on the Use of RI's Intellectual Property.**

37 Neither the name, emblem, badge, or other insignia of RI nor of any club or
38 Rotaract club shall be used by any club, by any Rotaract club, or by any member
39 of a club or Rotaract club as a trademark, special brand of merchandise, or for
40 any commercial purpose. The use of such name, emblem, badge, or other
41 insignia in combination with any other name or emblem is not recognized by RI.
42

43 Interim Provision.

44 Amendments adopted at the 2019 Council on Legislation pursuant to council
45 enactment 19-72 shall be implemented by the board in a manner it deems
46 appropriate.

(End of Text)

PURPOSE AND EFFECT

1 The purpose of this enactment is to provide membership in RI to Rotaract clubs,
2 which would elevate their affiliation with RI and bring them into the family of
3 Rotary. For many Rotaractors, this enactment would not necessarily change their
4 individual experiences, as they would maintain distinct rights, privileges, and
5 representation from Rotarians. The greater importance would be acceptance of
6 Rotaract clubs and Rotaractors as members of RI rather than as program
7 participants or a pool of potential members.

FINANCIAL IMPACT

8 This enactment would have a financial impact on RI which cannot be determined
9 at this time. An increase in revenue is contingent upon the impact that this
10 change would have on membership growth or retention in Rotary clubs or
11 Rotaract clubs. The expenses to support Rotaract clubs as members and the new
12 technology solution to develop billing and reporting interfaces cannot be
13 determined at this time.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Tabled

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-72

To clarify that Rotaract clubs may seek admission to RI

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 17 MOP)*

2

3 **Article 2 Membership in Rotary International**

4

5 **2.010. Application for Membership in RI.**

6

7 2.010.2. Rotaract Clubs.

8 A Rotaract club may seek admission to membership in RI. Such club shall not be
9 subject to the requirements of 2.010.1. The board shall determine the process for
10 admission. Upon admission, such club shall be subject to all rights and
11 responsibilities of a club.

(End of Text)

PURPOSE AND EFFECT

12 The purpose of this enactment is to clarify that Rotaract clubs can seek admission
13 to RI. Whether to seek admission to RI would be left to the discretion of the
14 individual Rotaract clubs. If a Rotaract club sought admission, they could choose
15 to be both a Rotaract club and a Rotary club or only a Rotary club. For those
16 Rotaract clubs that became Rotary clubs, they would be subject to the same rights
17 and responsibilities of all other Rotary clubs.

FINANCIAL IMPACT

18 This enactment would have no substantial financial impact on RI, since,
19 currently, Rotaract clubs are not required to meet the twenty-member minimum
20 when seeking admission to membership in RI.

VOTE TOTALS

_____ yes

_____ no

RESULT☐ Adopted☐ Referred to Board☐ Postponed☐ Adopted as Amended☐ Rejected☐ Withdrawn**NOTES**

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PROPOSED ENACTMENT 19-73

To remove provisions for pilot projects

Proposer(s): Rotary Club of Kushiro, District 2500, Japan

Endorsed by: District 2500 through a ballot-by-mail, 4 December 2017

1 *To amend the **CONSTITUTION** of Rotary International as follows (page 12*
2 *MOP)*

3 **Article 5 Membership**

4
5
6 ~~**Section 4 — Exceptions.** Notwithstanding any other provision of this~~
7 ~~constitution or of the bylaws of RI or the standard club constitution, the board,~~
8 ~~as a pilot project, may admit into membership or permit the reorganization of~~
9 ~~up to 1,000 clubs with provisions in their constitutions not in accordance with~~
10 ~~this constitution and bylaws of RI. Such pilot project may extend for a period~~
11 ~~not exceeding six years. Upon the conclusion of any such pilot project, the~~
12 ~~constitutions of all clubs admitted into membership or permitted to reorganize~~
13 ~~shall be the standard club constitution as in effect at that time.~~

(End of Text)

PURPOSE AND EFFECT

14 Enactment 01-186, “To allow for the implementation of pilot projects chartering
15 Rotary clubs based on new models,” was adopted by the 2001 Council on
16 Legislation, and exceptions were subsequently made for clubs. As a result, e-
17 clubs were adopted by the 2010 Council on Legislation, satellite clubs were
18 adopted by the 2013 Council on Legislation, and pilot projects were launched,
19 including (1) the Corporate Membership pilot project, (2) the Associate Members
20 pilot project, and (3) the Innovative and Flexible Clubs pilot project.

21
22 The 2016 Council on Legislation adopted legislation that provided for exceptions
23 to ‘meetings and attendance’ and ‘provisions on membership.’ This resulted in
24 existing pilot projects automatically becoming an option for each club to choose
25 at its discretion.

26
27 Therefore, we must recognize that the historical mission of pilot projects has
28 been completed by the introduction of ‘flexibility’ by the 2016 Council on
29 Legislation.

30
31 In the future, Rotary clubs should recognize the uniqueness and autonomy of
32 each club and seek innovative approaches based on the RI Strategic Plan.

FINANCIAL IMPACT

- 1 This enactment could potentially result in a decrease in revenues for RI if there is
2 a decrease in membership or membership retention due to less flexibility for
3 current and future members.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-74

To amend the term of service for the Convention Committee members

Proposer(s): Board of Directors of RI

1 To amend the **BYLAWS** of Rotary International as follows (pages 73-74 MOP)

2

3 **Article 17 Committees**

4

5 **17.050. Term of Service.**

6 No person shall be eligible to serve on the same committee of RI for more than
7 three years except as may be otherwise provided in the bylaws. No person who
8 has served on a committee for three years shall be eligible for subsequent
9 appointment to the same committee. The provisions of this section shall not
10 apply to an *ex officio* member of any committee or to members of ad hoc
11 committees. Notwithstanding the foregoing, the president may appoint as chair
12 of a convention committee a Rotarian who has previously served for two years as
13 a member of a convention committee who has not previously served as chair. In
14 addition to the chair of a convention committee, one other member of the
15 convention committee may be a person who has served on one prior convention
16 committee.

(End of Text)

PURPOSE AND EFFECT

17 This proposed enactment would provide for additional experience on the
18 Convention Committee. There is a significant learning curve for members of this
19 committee to understand the policies, procedures, and roles with respect to the
20 Convention. Allowing for another member, in addition to the chair, to have
21 served on a previous Convention Committee, will give the committee the added
22 experience it needs to function well.

FINANCIAL IMPACT

23 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT☐ Adopted☐ Referred to Board☐ Postponed☐ Adopted as Amended☐ Rejected☐ Withdrawn**NOTES**

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Motion to Amend
RI Board of Directors

PROPOSED ENACTMENT 19-75

To amend the term of reference for the Rotaract and Interact Committee

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 73 MOP)*

2
3 **Article 17 Committees**

4
5 **17.010. Number and Term.**

6 The board shall establish standing committees on communications, constitution
7 and bylaws, conventions, districting, election review, finance, and Rotaract ~~and~~
8 ~~Interact~~, as well as such other committees as it from time to time may determine
9 is in the best interests of RI. The numbers and terms of office for the standing
10 committees shall be as follows: (1) communications – consist of six members, two
11 of whom shall be appointed each year for terms of three years; (2) constitution
12 and bylaws – consist of three members, one of whom shall be appointed each year
13 for a term of three years, except in the year of the council on legislation, when
14 there shall be four members, with the most recent past member serving a fourth
15 year on the committee; (3) conventions – consist of six members, one of whom
16 shall be chair of the host organization for the annual convention; (4) districting
17 consist of three members, one of whom shall be appointed annually from the
18 board for a term of three years; (5) election review – consist of six members, each
19 of whom shall serve a term of three years, with two members appointed each
20 year; (6) finance – consist of eight members, six of whom shall serve a term of
21 three years with two members appointed each year, and the RI treasurer and one
22 member of the board appointed by the board, each of whom shall serve a term of
23 one year as a non-voting member; and (7) Rotaract ~~and Interact~~ – consists of ~~six~~
24 three members, ~~each one~~ of whom shall ~~serve a term~~ be appointed each year for a
25 term of three years, ~~with two members appointed each year, plus a minimum of~~
26 three Rotaract members , with the committee co-chaired by one member
27 and one Rotaract member. The number of members on the committees and the
28 terms of membership, except for the standing committees, shall be as determined
29 by the board, subject to the provision of section 17.050. below. The board shall
30 prescribe the duties and authority of all committees and, except for the standing
31 committees, provide for continuity of committee members from year to year.

32
33 *Interim Provision Relating to Section 17.010.*

34 Amendments to section 17.010. adopted at the 2019 Council on Legislation
35 pursuant to council enactment 19-75 shall be implemented by the board in a
36 manner it deems appropriate.

(End of Text)

PURPOSE AND EFFECT

1 The proposed enactment would provide for three Rotarian and three
2 Rotaractor members on the Rotaract Committee and provide that a
3 Rotarian and Rotaractor would serve as committee co-chairs. Currently, RI
4 Presidents are encouraged to appoint a Rotaractor as co-chair of the
5 committee.
6

7 The proposed enactment would also remove Interact from the responsibilities of
8 the committee in order to emphasize Rotaract as a membership experience
9 distinct from Interact as a youth program conducted by clubs. The president may
10 appoint an Interact committee, as appropriate. Clubs, districts, and certain senior
11 leaders may bring any items concerning Interact to the Board by petition or
12 through the Council on Resolutions.

FINANCIAL IMPACT

13 This enactment would result in a decrease in expenses for RI. For the last three
14 years there have been twelve committee members assigned to this committee, six
15 Rotarians and six Rotaractors. If the number of committee members changed to
16 six, there would be a cost savings of approximately US\$20,000 per meeting for
17 airfare and hotel.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Adopted as Amended

☐ Referred to Board

☐ Rejected

☐ Tabled

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-75

To amend the term of service for the Rotaract and Interact Committee members

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 73 MOP)*

2 3 **Article 17 Committees**

4 5 **17.010. Number and Term.**

6 The board shall establish standing committees on communications, constitution
7 and bylaws, conventions, districting, election review, finance, and Rotaract and
8 Interact, as well as such other committees as it from time to time may determine
9 is in the best interests of RI. The numbers and terms of office for the standing
10 committees shall be as follows: (1) communications – consist of six members, two
11 of whom shall be appointed each year for terms of three years; (2) constitution
12 and bylaws – consist of three members, one of whom shall be appointed each year
13 for a term of three years, except in the year of the council on legislation, when
14 there shall be four members, with the most recent past member serving a fourth
15 year on the committee; (3) conventions – consist of six members, one of whom
16 shall be chair of the host organization for the annual convention; (4) districting
17 consist of three members, one of whom shall be appointed annually from the
18 board for a term of three years; (5) election review – consist of six members, each
19 of whom shall serve a term of three years, with two members appointed each
20 year; (6) finance – consist of eight members, six of whom shall serve a term of
21 three years with two members appointed each year, and the RI treasurer and one
22 member of the board appointed by the board, each of whom shall serve a term of
23 one year as a non-voting member; and (7) Rotaract and Interact – consist of six
24 members, ~~each two of whom shall serve a term~~ be appointed each year for terms
25 ~~of three years, with two members appointed each year, plus a minimum of three~~
26 ~~Rotaract members and six Rotaract members, who shall be appointed annually,~~
27 with up to two Rotaract members eligible to be reappointed each year, with the
28 committee co-chaired by one member and one Rotaract member. The number of
29 members on the committees and the terms of membership, except for the
30 standing committees, shall be as determined by the board, subject to the
31 provision of section 17.050. below. The board shall prescribe the duties and
32 authority of all committees and, except for the standing committees, provide for
33 continuity of committee members from year to year.

34
35 *Interim Provision Relating to Section 17.010.*

36 Amendments to section 17.010. adopted at the 2019 Council on Legislation
37 pursuant to Council Enactment 19-75 shall be implemented by the board in a
38 manner it deems appropriate.

(End of Text)

PURPOSE AND EFFECT

- 1 The proposed enactment would provide for equal numbers of Rotarian and
2 Rotaractor members on the Rotaract and Interact Committee and provide that a
3 Rotarian and Rotaractor would serve as committee co-chairs. Currently, RI
4 Presidents are encouraged to appoint more than the minimum number of
5 Rotaractors and have appointed a Rotaractor as co-chair of the committee.

FINANCIAL IMPACT

- 6 This enactment would have no substantial financial impact on RI. For the last
7 three years there have been twelve committee members assigned to this
8 committee, six Rotarians and six Rotaractors.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-76

To amend the term of service for the Audit Committee members

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 75 MOP)*

2 3 **Article 17 Committees**

4 5 **17.120. Audit Committee.**

6 The board shall appoint an audit committee to be composed of seven members,
7 each of whom shall be independent and financially literate. The members of the
8 committee shall include two current members of the board appointed annually by
9 the board and ~~one current trustee~~ two current trustees of The Rotary Foundation
10 appointed annually by the trustees. In addition, the committee shall include ~~four~~
11 three members appointed by the board who shall be neither members of the
12 board nor trustees of The Rotary Foundation, and who shall serve single terms of
13 six years with one member appointed every second year. The audit committee
14 shall review and report to the board as appropriate on RI and Rotary Foundation
15 financial reports, the external audit, the system of internal control, internal audit,
16 and other matters connected therewith. The committee shall meet up to three
17 times per year at such times and places and upon such notice as may be
18 determined by the president, the board, or the chair of the committee, and, if
19 deemed necessary by the president or the chair of the committee, additional
20 times during the year at such times and places and upon such notice as may be
21 determined by the president or the chair of the committee. The chair of the
22 operations review committee or the chair's designee shall serve as a liaison to the
23 committee. The committee, which shall act only in an advisory capacity to the
24 board and trustees, shall function under such terms of reference not in conflict
25 with the provisions of this section, as may be prescribed by the board and
26 trustees.

27 28 Interim Provision Relating to Section 17.120.

29 Amendments to section 17.120. adopted at the 2019 Council on Legislation
30 pursuant to council enactment 19-76 shall be implemented by the board in a
31 manner it deems appropriate.

(End of Text)

PURPOSE AND EFFECT

32 This enactment amends the RI Bylaws to increase the number of Trustee
33 members on the Audit Committee. Given the responsibility and accountability

- 1 placed upon those charged with governance (i.e., the RI Board and the Trustees),
- 2 the Board felt it more appropriate for the committee to have members of the RI
- 3 Board and the Trustees constitute a majority of the members on the committee.

FINANCIAL IMPACT

- 4 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-77

To provide for an Information Technology Committee

Proposer(s): Rotary Club of Potomac-Bethesda, District 7620, USA

Endorsed by: District 7620 through an annual district conference, College Park, Maryland, USA, 5-7 May 2017

*To amend the **BYLAWS** of Rotary International as follows (page 73 MOP)*

Article 17 Committees

17.010. Number and Term.

The board shall establish standing committees on communications, constitution and bylaws, conventions, districting, election review, finance, information technology, and Rotaract and Interact, as well as such other committees as it from time to time may determine is in the best interests of RI. The numbers and terms of office for the standing committees shall be as follows: (1) communications – consist of six members, two of whom shall be appointed each year for terms of three years; (2) constitution and bylaws – consist of three members, one of whom shall be appointed each year for a term of three years, except in the year of the council on legislation, when there shall be four members, with the most recent past member serving a fourth year on the committee; (3) conventions – consist of six members, one of whom shall be chair of the host organization for the annual convention; (4) districting – consist of three members, one of whom shall be appointed annually from the board for a term of three years; (5) election review – consist of six members, each of whom shall serve a term of three years, with two members appointed each year; (6) finance consist of eight members, six of whom shall serve a term of three years with two members appointed each year, and the RI treasurer and one member of the board appointed by the board, each of whom shall serve a term of one year as a non-voting member; (7) information technology – consist of six members, each of whom shall serve a term of three years, with two members appointed each year; and ~~(7)~~ (8) Rotaract and Interact – consist of six members, each of whom shall serve a term of three years, with two members appointed each year, plus a minimum of three Rotaract members. The number of members on the committees and the terms of membership, except for the standing committees, shall be as determined by the board, subject to the provision of section 17.050. below. The board shall prescribe the duties and authority of all committees and, except for the standing committees, provide for continuity of committee members from year to year.

(End of Text)

PURPOSE AND EFFECT

1 Currently, the RI Bylaws specify seven standing committees, including
2 communications, constitution and bylaws, conventions, districting, election
3 review, finance, and Rotaract and Interact. This proposed enactment would
4 expand the standing committees to include a critically needed function,
5 information technology.

FINANCIAL IMPACT

6 This enactment would result in an increase in expenses for RI. Committee costs
7 would be incurred primarily driven by meetings. If this committee were to meet
8 via teleconference, expenses could include telephone, interpretation, printing,
9 postage, and administrative support. If the committee were to have an in-person
10 meeting, there would be additional expenses for travel. A six-member, in-person
11 committee meeting is estimated at US\$40,000 for two meetings per year.

12
13 Currently, the information technology budget and risks are overseen by the
14 Finance Committee with review and approval by the RI Board. This oversight
15 could be transferred to this new committee.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-78

To provide for a Rotary Representative Network

Proposer(s): Rotary Club of Mid-Bergen County, District 7490, USA

Endorsed by: District 7490 through an annual district conference, Cambridge, Maryland, USA, 20-23 April 2017

*To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

Article 17 Committees

17.140. The Rotary Representative Network.

17.040.1. Purpose of the Representative Network.

The Representative Network exists for the purpose of building relationships between RI and major intergovernmental organizations.

17.040.2. Representatives.

There shall be 30 representatives, each nominated by the president-elect and elected by the board in the year prior to taking office. All representatives shall satisfy the following qualifications: A representative must be either a past governor or a Rotarian with experience in international affairs. The president-elect shall endeavor to select the best representatives possible and whenever possible to select individuals with experience with international communication, negotiation, and diplomacy.

17.040.3. Chair of the Representative Network.

There shall be one representative chosen from among the 30 representatives who shall serve as chair of the Representative Network. The chair shall be chosen by the president-elect.

17.040.4. Vacancies in the Position of Representative.

In the event of a vacancy in the position of representative, a new representative shall be nominated by the president to fill the unexpired term and elected by the board.

17.040.5. Terms of Representatives.

The terms of the representatives shall be three years. Representatives may be reappointed for one additional term. The terms of representatives shall be staggered so that one-third of the representatives are appointed each year.

17.040.6. Compensation of Representatives.

All representatives shall serve without compensation but shall be reimbursed for reasonable expenses.

1 17.040.7. Report of Representatives.
2 The representatives shall report no less than annually to RI on their
3 communication and accomplishments with the intergovernmental agency for
4 which they are the representative. The annual report of RI shall, by individual
5 intergovernmental agency, clearly show all reimbursed expenses paid to, and all
6 payments made on behalf of, each of the representatives.

(End of Text)

PURPOSE AND EFFECT

7 RI recognizes the importance of its current partnerships with the World Health
8 Organization and UNICEF in the pursuit of our goal to eliminate polio. The
9 Rotary Representative Network exists with the objective of building relationships
10 and working on mutual humanitarian goals, including the United Nations'
11 Sustainable Development Goals, with major intergovernmental organizations like
12 the World Health Organization and UNICEF. Representatives have been
13 appointed to the United Nations in New York, the Organization of American
14 States, UNESCO, the World Bank, and others. Despite its accomplishments and
15 the importance of its objectives, the Rotary Representative Network is not
16 formally established in the RI Bylaws. This enactment formalizes the existence of
17 the network.

18
19 This enactment has the effect of changing the way appointments are made to the
20 Rotary Representative Network. The work of the network involves building
21 relationships with the representatives from intergovernmental organizations,
22 which makes one-year appointments insufficient for accomplishing the goals put
23 forth for the representatives. However, in general, Rotary appointments have a
24 limited term, e.g., committee members may serve for only three years. For this
25 reason, the term limit of a representative is stipulated as three years.

FINANCIAL IMPACT

26 This enactment would have no substantial financial impact on RI. RI currently
27 budgets approximately US\$74,000 per year for the expenses associated with 30
28 Rotary representatives.

VOTE TOTALS

_____ yes

_____ no

RESULT☐ Adopted☐ Referred to Board☐ Postponed☐ Adopted as Amended☐ Rejected☐ Withdrawn**NOTES**

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PROPOSED ENACTMENT 19-79

To update and modernize the convention procedures

Proposer(s): Board of Directors of RI

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

2
3 *in article 5 (page 23 MOP)*

4 **Article 5 Board of Directors**

5 **5.040. Powers of the Board.**

6 **5.040.3. Plans and Supervises the Annual Convention.**

7 In accordance with the RI Constitution, the board shall determine the time, place,
8 and fees, and make all arrangements for the annual convention. The board shall
9 make every effort to ensure that no Rotarian will be excluded solely on the basis
10 of national citizenship when selecting a convention site. The president shall be
11 the presiding officer, who may appoint others to preside. The president may
12 appoint credentials, balloting, and other committees if needed. The board shall
13 adopt voting procedures implementing article 9, sections 3, 4, and 5, of the RI
14 Constitution for representation by the delegates.

15 (Subsequent subsections will be renumbered as appropriate)

16 *and in article 10 (pages 42-44 MOP)*

17 **Article 10 Convention**

18 ~~**10.010. Time and Place of Convention.**~~

19 ~~The board may determine the possible time and/or place for the annual~~
20 ~~convention of RI up to ten years before the year in which the convention shall~~
21 ~~convene, and make appropriate arrangements for holding such a convention.~~
22 ~~The board shall make every effort to ensure that no Rotarian will be excluded~~
23 ~~solely on the basis of national citizenship when selecting a convention site.~~

24 ~~**10.020. Call to Attend Convention.**~~

25 ~~The president shall issue and the general secretary shall mail to each club the~~
26 ~~official call for the annual convention at least six months prior to the convention.~~
27 ~~The call for a special convention shall be issued and mailed at least 60 days prior~~
28 ~~to the date thereof.~~

1 ~~**10.030. Officers of the Convention.**~~

2 The officers of the convention shall be the president, president elect, vice-
3 president, treasurer, general secretary, convention committee chair, and
4 sergeant at arms. The president shall appoint the sergeant at arms.

5
6 ~~**10.040. Delegates to the Convention.**~~

7
8 ~~**10.040.1. Delegates.**~~

9 All delegates and alternates, except delegates by proxy, shall be members of the
10 clubs they represent.

11
12 ~~**10.040.2. Alternate Delegates.**~~

13 When selecting its delegates, a club may choose an alternate delegate for each
14 delegate. Where an alternate is unavailable to serve when called upon, a second
15 alternate may be chosen. An alternate is entitled to vote only in case of the
16 absence of the elected delegate. A second alternate may be substituted for a
17 delegate from a club whose first alternate is absent. An alternate when serving as
18 a delegate may cast such vote on all matters on which the original delegate was
19 entitled to vote.

20
21 ~~**10.040.3. Delegate Substitution Procedure.**~~

22 A substitution of an alternate for a delegate shall be reported to the credentials
23 committee. When such substitution has been made, the alternate shall act as the
24 delegate until the convention adjourns. The credentials committee may permit
25 the delegation of the host club to substitute an alternate for a delegate for one or
26 more sessions. Such substitution will be allowed where the delegate is engaged in
27 the administrative work of the convention so as to make it impossible for such
28 delegate to attend such session(s) of the convention. Such substitution must be
29 duly reported and noted by the credentials committee prior to taking effect.

30
31 ~~**10.040.4. Proxies.**~~

32 A club not represented at the convention by a delegate or an alternate may
33 designate a proxy to cast its vote(s) pursuant to article 9, section 3(a) of the RI
34 constitution. The proxy may be a member of any club within the same district.
35 Non-districted clubs may designate members of any club as their proxy(ies).

36
37 ~~**10.050. Credentials for Delegates.**~~

38 The authority of all delegates, alternates, and proxies shall be evidenced by
39 certificates signed by the presidents and secretaries of the clubs they represent.
40 All certificates must be delivered to the credentials committee at the convention
41 to entitle delegates, alternates, and proxies to vote.

42
43 ~~**10.060. Delegates at Large.**~~

44 Each RI officer and each past president of RI still holding membership in a club
45 shall be a delegate at large and entitled to cast one vote on each question
46 submitted to vote at the convention.

1 ~~10.070. Registration Fee.~~

2 Each convention attendee who has reached 16 years of age shall register and pay
3 a registration fee to attend the convention. The registration fee shall be fixed by
4 the board. No delegate or proxy shall be entitled to vote at the convention unless
5 the registration fee has been paid.

7 ~~10.080. Convention Quorum.~~

9 ~~10.080.1. Quorum Number.~~

10 Delegates and proxies representing one-tenth of the clubs shall constitute a
11 quorum at a convention.

13 ~~10.080.2. Absence of Quorum.~~

14 Should the question of the absence of a quorum be successfully raised at any
15 plenary session, no vote(s) shall be taken for a period as designated by the
16 presiding officer. Such period shall not exceed one-half day. At the expiration of
17 such period, the convention may act upon such matters as may be properly
18 brought before it, irrespective of the presence of a quorum.

20 ~~10.090. Credentials Committee.~~

21 The president shall appoint a credentials committee prior to the adjournment of
22 the convention. The committee shall consist of no fewer than five members.

24 ~~10.100. Electors.~~

25 The duly accredited delegates, proxies, and delegates-at-large shall constitute the
26 voting body of the convention and shall be known as electors.

28 ~~10.110. Balloting Committee.~~

30 ~~10.110.1. Appointment and Duties.~~

31 The president shall appoint from among the electors a balloting committee at
32 each convention. Such committee shall have charge of all balloting at the
33 convention, including the distribution and counting of ballots. This committee
34 shall consist of at least five electors as determined by the president. The general
35 secretary shall have charge of printing of all ballots.

37 ~~10.110.2. Notice of Election of Officers.~~

38 The president shall notify the electors of the time and place for nominations and
39 elections of officers. Such notice shall be given at the first session of the
40 convention.

42 ~~10.110.3. Report of Committee.~~

43 The balloting committee shall report promptly to the convention the result of the
44 balloting. The report shall be signed by a majority of the committee. The chair
45 shall retain all ballots. The chair of the committee shall destroy all ballots
46 following the adoption of such report unless otherwise instructed by the
47 convention.

1 ~~**10.120. Election of Officers.**~~

2
3 ~~**10.120.1. Electors Voting Rights.**~~

4 The electors shall each be entitled to cast one vote for each officer to be elected.

5
6 ~~**10.120.2. Ballot.**~~

7 The election of all officers shall be by secret ballot. Where there are more than
8 two candidates, such balloting shall be by means of the single transferable vote.
9 Where there is one nominee for any office, the electors may instruct the general
10 secretary to cast their united ballot for such nominee pursuant to a voice vote.

11
12 ~~**10.120.3. Majority Vote.**~~

13 The nominee for each of the aforementioned offices who receives a majority of
14 the votes cast shall be declared elected. Second and subsequent preferences shall
15 be taken into account where necessary.

16
17 ~~**10.120.4. Presentation of Nominations to Convention.**~~

18 The names of the nominees certified to the general secretary as duly nominated
19 for president, directors, governors of RI, and president, vice-president, and
20 honorary treasurer of RIBI shall be presented by the general secretary to the
21 convention for election.

22
23 ~~**10.130. Convention Program.**~~

24 The program reported by the convention committee, as approved by the board,
25 shall be the order of the day for all sessions. Changes in the program may be
26 made during the convention by a two-thirds vote of the board.

27
28 ~~**10.140. Seating of Delegates.**~~

29 At any plenary session where a vote is necessary, a number of seats equal to the
30 number of delegates duly certified to the credentials committee shall be reserved
31 exclusively for such delegates.

32
33 ~~**10.150. Special Assemblies.**~~

34 At each convention, special assemblies of Rotarians from one country or from a
35 group of countries in which clubs are established, may be held. The board or the
36 convention may determine from time to time for what country or countries such
37 special assemblies shall be held and shall instruct the convention committee
38 accordingly. At such assemblies, matters which pertain particularly to the
39 country or group of countries concerned may be considered. The president shall
40 designate the convening officer and shall promulgate rules for the conduct of the
41 said assemblies as near as may be to the rules regulating the procedure of the
42 convention. Upon convening, the assembly shall select its chair and secretary.

(Subsequent articles will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

1 Most of the current Article 10 of the RI Bylaws, "Convention," repeats the same
2 concepts as Article 9 of the RI Constitution. Some of the details in Article 10 –
3 "special assemblies," credentials committees, balloting committees, "official call"
4 – are outdated, reflecting a time (before 1998) when the Convention considered
5 legislative matters, which the Council on Legislation now does. The sections of
6 Article 10 about election of officers at the convention are duplicates of sections
7 6.010. (all officers), 12.090. (president), and 14.010. (governor). Past councils
8 have authorized a standing conventions committee to help plan and organize the
9 Convention (section 17.010.).

10
11 The RI Board – supervising the committee, the general secretary and the RI staff
12 – has been organizing and making all arrangements for the annual conventions.
13 This proposed enactment amends the RI Bylaws to match the reality of modern
14 conventions.

FINANCIAL IMPACT

15 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-80

To revise the process for the election of officers

Proposer(s): District 6040, USA

District 6080, USA

Endorsed by: District 6040 through an annual district conference, Kansas City, Missouri, USA, 28 October 2017

District 6080 through an annual district conference, Lake Ozark, Missouri, USA, 28-29 October 2017

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

2
3 *in article 6 (page 25 MOP)*

4
5 **Article 6 Officers**

6
7 **6.010. Election of Officers at Convention.**

8 The officers to be elected at the annual convention shall be the president,
9 directors, and governors of RI, and the president, vice-president, and honorary
10 treasurer of RIBI, if such an election is needed under the provisions of subsection
11 10.120.1. of these bylaws.

12
13 *and in article 10 (page 43-44 MOP)*

14
15 **Article 10 Convention**

16
17 **10.110. Balloting Committee.**

18
19 **10.110.2. Notice of Election of Officers.**

20 The president shall notify the electors of the time and place for nominations and
21 elections of officers, unless the board has determined that an election is not
22 needed under the provisions of the following section. Such notice shall be given
23 at the first session of the convention, if needed.

24
25 **10.120. Election of Officers.**

26
27 **10.120.1. Electors Voting Rights.**

28 The electors shall each be entitled to cast one vote for each officer to be elected, if
29 the selection process provided in these bylaws for the officer has not been
30 completed. If the selections of all the officers normally confirmed at a convention
31 have been completed in accordance with these bylaws and, thereby, are not
32 subject to challenge or appeal, then the board is authorized to determine that the
33 selections of such officers does not need to be confirmed by an election at the
34 convention.

1 and in article 11 (page 45 MOP)

2
3 **Article 11 Nominations and Elections for Officers – General**
4 **Provisions**

5
6 **11.050. Election of Officers.**

7 ~~The~~ If such an election is needed under the provisions of subsection 10.120.1. of
8 these bylaws, the officers of RI shall be elected at the annual convention as
9 provided in sections 6.010. and 10.120.

10
11 and in article 12 (page 52 MOP)

12
13 **Article 12 Nominations and Elections for President**

14
15 **12.090. Nominations Presented to Convention.**

16
17 12.090.1. *Presentation for Election of Nominee for President.*

18 ~~The~~ If such an election is needed under the provisions of subsection 10.120.1. of
19 these bylaws, the general secretary shall present to the convention for election the
20 name of the nominee for president as duly nominated by the committee and such
21 nominee shall assume office on 1 July in the calendar year following the election,
22 unless there has been a ballot-by-mail.

23
24 and in article 14 (page 60 MOP)

25
26 **Article 14 Nominations and Elections for Governors**

27
28 **14.010. Selection of a Governor-nominee.**

29 The district shall select a nominee for governor not more than 36 months, but not
30 less than 24 months, prior to the day of taking office. The nominee shall assume
31 the title of governor-nominee-designate upon selection and shall assume the title
32 of governor-nominee on 1 July two years prior to assuming office as governor.
33 The board shall have the authority to extend the date under this section for good
34 and sufficient reason. ~~The~~ If such an election is needed under the provisions of
35 subsection 10.120.1. of these bylaws, the nominee will be elected at the RI
36 convention held immediately preceding the year in which such nominee is to be
37 trained at the international assembly. Nominees so elected shall serve a one-year
38 term as governor-elect and assume office on 1 July in the calendar year following
39 election.

(End of Text)

PURPOSE AND EFFECT

40 This proposal seeks to eliminate the time-consuming process of electing certain
41 officers at each convention, when the selection of such officers has already been
42 declared to be final under the RI Bylaws. Therefore, the pretense of electing such

1 officers at the conventions is unnecessary and should be eliminated to save both
2 time and expense at the annual conventions. Unfortunately, the announced
3 elections cause the voting delegates to assume they will be voting on matters of
4 substance, and then they are disappointed to learn there is no actual election. In
5 addition, the prescribed election of officers requires a special seating area for
6 delegates on the days of the elections, but the selection of the officers is already
7 final, and the prescribed election is merely a confirmation of the earlier
8 selections. Therefore, eliminating the pretense of elections will save time at the
9 conventions.

FINANCIAL IMPACT

10 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-81

To remove the provision for special assemblies at the convention

Proposer(s): District 6040, USA

District 6080, USA

Endorsed by: District 6040 through an annual district conference, Kansas City, Missouri, USA, 28 October 2017

District 6080 through an annual district conference, Lake Ozark, Missouri, USA, 28-29 October 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 44 MOP)*

2

3 **Article 10 Convention**

4

5 ~~**10.150. Special Assemblies.**~~

6 ~~At each convention, special assemblies of Rotarians from one country or from a~~
7 ~~group of countries in which clubs are established, may be held. The board or the~~
8 ~~convention may determine from time to time for what country or countries such~~
9 ~~special assemblies shall be held and shall instruct the convention committee~~
10 ~~accordingly. At such assemblies, matters which pertain particularly to the~~
11 ~~country or group of countries concerned may be considered. The president shall~~
12 ~~designate the convening officer and shall promulgate rules for the conduct of the~~
13 ~~said assemblies as near as may be to the rules regulating the procedure of the~~
14 ~~convention. Upon convening, the assembly shall select its chair and secretary.~~

(End of Text)

PURPOSE AND EFFECT

15 This proposal is a housekeeping item to eliminate an unused and unneeded
16 provision in the RI Bylaws authorizing special assemblies at the RI Convention
17 for geographic areas in the world. Not only has it not been used for many years, if
18 ever, but it is in conflict with the spirit of internationality at our International
19 Conventions. Conventions are tremendously busy meetings in today's world, and
20 there would be no time to schedule such assemblies, even if they had a legitimate
21 purpose, which the special assemblies would not have in this period of instant
22 communications and worldwide travel.

FINANCIAL IMPACT

23 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-82

To increase per capita dues

Proposer(s): Board of Directors of RI

*To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

Article 18 Fiscal Matters

18.030. Dues.

18.030.1. Per Capita Dues.

Each club shall pay to RI per capita dues for each of its members as follows:

~~US\$28.00 per half year in 2016-2017, US\$30.00 per half year in 2017-2018,~~

~~US\$32.00 per half year in 2018-2019, and US\$34.00 per half year in 2019 -~~

~~2020, US\$34.50 per half year in 2020-2021, US\$35.00 per half year in 2021-~~

~~2022, and US\$35.50 per half year in 2022-2023~~ and thereafter. Such dues shall

remain constant until changed by the council on legislation.

(End of Text)

PURPOSE AND EFFECT

This enactment would amend the RI Bylaws to provide for a dues increase of

US\$1.00 per year beginning in 2020-2021 and continuing through 2022-2023.

This enactment aligns per capita dues revenues at levels necessary to sustain RI's current operations and programs, and to support RI's financial sustainability for the future.

FINANCIAL IMPACT

This enactment would result in an increase in per capita dues revenue for RI.

An increase of US\$1.00 per year for three years would be equivalent to an annual increase in dues revenue of approximately 1.47 percent.

At current membership levels, RI revenues from per capita dues would increase by approximately US\$1.2 million for each year beginning in 2020-2021 and continue through 2022-2023.

The RI Bylaws require a balanced annual budget.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-83

To increase per capita dues

Proposer(s): District 3261, India

Endorsed by: District 3261 through a ballot-by-mail, 7 December 2017

*To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

18.030. Dues.

18.030.1. Per Capita Dues.

Each club shall pay to RI per capita dues for each of its members as follows:

~~US\$28.00 per half year in 2016-2017, US\$30.00 per half year in 2017-2018,~~

~~US\$32.00 per half year in 2018-2019, and US\$34.00 per half year in 2019-~~

~~2020, US\$35.00 per half year in 2020-2021, US\$36.00 per half year in 2021-~~

~~2022, and US\$37.00 per half year in 2022-2023, and US\$38.00 per half year in~~

~~2023-2024~~ and thereafter. Such dues shall remain constant until changed by the council on legislation.

(End of Text)

PURPOSE AND EFFECT

Per capita dues are already quite high for developing countries and this can serve as a formidable barrier to membership growth. The purpose of this enactment is to minimize that disparity.

FINANCIAL IMPACT

This enactment would result in an increase in per capita dues revenue for RI.

An increase of US\$2.00 per year for three years would be equivalent to an average annual increase in dues revenue of approximately 2.94 percent.

At current membership levels, RI revenues from per capita dues would increase by approximately US\$2.4 million for each year beginning in 2020-2021 and continue through 2023-2024.

VOTE TOTALS

_____ yes

_____ no

RESULT☐ Adopted☐ Referred to Board☐ Postponed☐ Adopted as Amended☐ Rejected☐ Withdrawn**NOTES**

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PROPOSED ENACTMENT 19-84

To increase per capita dues

Proposer(s): Rotary Club of Tsuruga, District 2650, Japan

Endorsed by: District 2650 through a district legislation meeting, Otsu, Shiga, Japan, 25 November 2017

*To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

Article 18 Fiscal Matters

18.030. Dues.

18.030.1. Per Capita Dues.

Each club shall pay to RI per capita dues for each of its members as follows:

~~US\$28.00 per half year in 2016-2017, US\$30.00 per half year in 2017-2018,~~

~~US\$32.00 per half year in 2018-2019, and US\$34.00 per half year in 2019-~~

~~2020 and thereafter. Such dues shall remain constant until changed by the~~

~~council on legislation~~ US\$40.00 per half year in 2019-2020 and thereafter. The

amount of RI per capita dues shall not be revised until the year 2030.

~~18.030.2. Additional Dues.~~

~~Each club shall pay each year to RI for each of its members additional per capita~~

~~dues of US\$1.00 or such other amount, as determined by the board, sufficient to~~

~~pay for the projected expenses of the next scheduled council on legislation and~~

~~council on resolutions. There shall be no minimum amount payable to RI by any~~

~~club. In the event an extraordinary meeting of the council on legislation is~~

~~convened, additional per capita dues to pay for its expenses shall be paid as soon~~

~~as practicable following the meeting. Such additional dues shall be held as a~~

~~separate fund restricted to provide for the expenses of representatives in~~

~~attending the council, as well as other administrative expenses of the council, in a~~

~~manner to be determined by the board. The board shall furnish the clubs an~~

~~accounting of receipts and expenditures.~~

(Subsequent subsections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

For more than a decade, per capita dues have increased annually. During the same time period, many clubs have been terminated for non-payment of per capita dues.

1 In order to improve this situation, this enactment seeks to fix the per capita dues
2 amount at US\$40.00 per half year for 10 years beginning in 2019-2020. The
3 enactment would also eliminate additional dues set by the RI Board. By
4 introducing more information technology at RI World Headquarters and cutting
5 costs, it should be possible to fix the amount of per capita dues for ten years.

FINANCIAL IMPACT

6 This enactment would result in an increase in per capita dues revenue for RI.

7
8 In 2019-2020, per capita dues will be US\$68.00 as determined by the 2016
9 Council on Legislation, plus US\$1.00 additional dues determined by the Board
10 sufficient to meet the expenses of the Council on Legislation (2018-2019).

11
12 If the per capita dues in 2019-2020 were increased from US\$68.00 to US\$80.00,
13 this would be an increase of US\$12.00, offset by a decrease in the additional dues
14 for the Council on Legislation of US\$1.00 (net increase of US\$11.00). This
15 increase would average to US\$1.10 per year for ten years and would be equivalent
16 to a compounded average annual increase of approximately 1.51 percent.

17
18 At current membership levels, RI dues revenues would increase by
19 US\$13.2 million in 2019-2020. The dues revenue would then remain constant
20 for ten years through 2028-2029 based on stable membership.

21
22 The RI Bylaws require a balanced annual budget. This enactment would have an
23 impact on budgeting as the dues revenue is likely to exceed the cost of operations
24 for RI for the first few years; but in later years, the cost of operations is likely to
25 exceed revenue. An average annual increase of 1.51 percent could have an impact
26 on operations and services provided by RI through 2028-2029 that cannot be
27 determined at this time.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-85

To amend the provisions for increasing per capita dues

Proposer(s): District 2580, Japan

Endorsed by: District 2580 through a district legislation meeting, Tokyo, Japan,
13 October 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

2

3 **Article 18 Fiscal Matters**

4

5 **18.030. Dues.**

6

7 **18.030.1. Per Capita Dues.**

8 Each club shall pay to RI per capita dues for each of its members as follows:

9 ~~US\$28.00 per half year in 2016 – 2017, US\$30.00 per half year in 2017 – 2018,~~

10 ~~US\$32.00 per half year in 2018 – 2019, and US\$34.00 per half year in 2019 -~~

11 2020 and thereafter. Such dues shall remain constant until changed by the

12 council on legislation. Per capita dues shall not be increased for at least three

13 years after 2019-2020.

(End of Text)

PURPOSE AND EFFECT

14 Per capita dues have increased considerably in recent years. Such an increase can
15 be attributed to, among other things, social changes, such as the extremely low or
16 negative rates at which our funds are managed. However, we do not anticipate
17 that these conditions will worsen any further. Additional dues increases would
18 impose a financial burden on each club and member. Therefore, we are
19 proposing that a hold be placed upon such dues increases.

FINANCIAL IMPACT

20 This enactment could have a financial impact on RI which cannot be determined
21 at this time.

22

23 The RI Board evaluates whether to propose a per capita dues increase to the
24 Council on Legislation based on RI's five-year financial forecast as well as the RI
25 Strategic Plan and vision.

- 1 The RI Bylaws require a balanced budget; therefore, not increasing RI per capita
- 2 dues for three years would have an impact on RI's operations and services.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-86

To maintain current per capita dues amounts

Proposer(s): Rotary Club of Indore Galaxy, District 3040, India

Endorsed by: District 3040 through a ballot-by-mail, 15 November 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

2

3 **Article 18 Fiscal Matters**

4

5 **18.030. Dues.**

6

7 **18.030.1. Per Capita Dues.**

8 Each club shall pay to RI per capita dues for each of its members as follows:

9 ~~US\$28.00 per half year in 2016-2017, US\$30.00 per half year in 2017-2018,~~

10 ~~US\$32.00 per half year in 2018-2019, and US\$34.00 per half year in 2019-~~

11 ~~2020 and thereafter. US\$34.00 per half year in 2019-2020 and thereafter.~~ Such
12 dues shall remain constant until changed by the council on legislation.

(End of Text)

PURPOSE AND EFFECT

13 RI requires membership growth and it is true that every non-profit organization
14 survives on growing membership numbers. In order to promote such growth,
15 some financial incentives should be given to the club, which will motivate its
16 leadership to pursue growth for the club.

FINANCIAL IMPACT

17 This enactment could have a financial impact on RI which cannot be determined
18 at this time.

19

20 The RI Board evaluates whether to propose a per capita dues increase to the
21 Council on Legislation based on RI's five-year financial forecast as well as the RI
22 Strategic Plan and vision.

23

24 The RI Bylaws require a balanced budget; therefore, not increasing RI per capita
25 dues for three years would have an impact on operations and services provided
26 by RI that cannot be determined at this time.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-87

To reduce per capita dues when married people are members of the same club

Proposer(s): Rotary Club of Golden Kadayanallur, District 3212, India

Endorsed by: District 3212 through a ballot-by-mail, 5 December 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

2

3 **Article 18 Fiscal Matters**

4

5 **18.030. Dues.**

6

7 **18.030.1. Per Capita Dues.**

8 Each club shall pay to RI per capita dues for each of its members as follows:

9 US\$28.00 per half year in 2016-2017, US\$30.00 per half year in 2017 - 2018,

10 US\$32.00 per half year in 2018 - 2019, and US\$34.00 per half year in 2019 -

11 2020 and thereafter. Such dues shall remain constant until changed by the

12 council on legislation. When two individuals, who are lawfully married to each

13 other, are members of the same club, the club shall pay per capita dues for one

14 member and pay 50 percent of per capita dues for the spouse of the member. The

15 club must notify RI in the semiannual report. Such dues waiver shall remain at

16 50 percent until changed by the council on legislation.

(End of Text)

PURPOSE AND EFFECT

17 The purpose of this enactment is to reduce the social cost represented by the
18 payment of per capita dues in those cases where both spouses belong to the same
19 club. The immediate effect is the possibility of significantly increasing Rotary's
20 membership by encouraging spouses of Rotarians to join the club. As per capita
21 dues are paid by clubs, clubs will also administer and control such payments and
22 record them in the semiannual report.

FINANCIAL IMPACT

23 This enactment would result in a decrease in revenues and an increase in
24 expenses for RI.

25

26 The amount of the decrease in revenues would be contingent upon the number of
27 members whose spouses belong to the same club and would pay reduced per
28 capita dues.

1 Revenues will decrease if there is a decrease in full-paying membership. The
2 impact would be contingent upon the number of members whose spouses belong
3 to the same club.

4
5 • As of April 2018, membership data indicates that there are approximately
6 17,000 members whose spouses are reported as members in Rotary's global
7 database with approximately 12,700 belonging to the same club. If one
8 spouse member were required to pay only 50 percent of dues based on the
9 2018-2019 dues rate of US\$64.00, this would result in a decrease in revenues
10 of approximately US\$203,000 for 6,350 members.

11
12 • Currently, membership data on spousal relationships is not consistently
13 recorded and updated. If the number of spouses reported as members at the
14 same club increased, there would be a greater impact on revenues.

15
16 Based on the most recent demographic survey in 2015, which provided a
17 statistically significant geographic representation of demographics, per capita
18 dues are estimated to average approximately 1 to 4 percent of the annual cost of
19 the Rotary experience, up to a maximum of 10 percent. A reduction in per capita
20 dues for one spouse would not be expected to significantly increase the number of
21 Rotarians.

22
23 Additionally, there would be an increase in administrative expenses to track
24 spousal relationships, and technology expenses to enhance database and billing
25 systems.

26
27 The RI Bylaws require a balanced budget. A decrease in per capita dues would
28 have an impact on operations and services provided by RI that cannot be
29 determined at this time.

30
31 Note, the semiannual report process was replaced by club invoices in January
32 2015. Any membership updates would need to be reported to RI by the club
33 secretary before RI generates the club invoices.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-88

To reduce per capita dues and allow free digital subscriptions to Rotary magazines for members 30 years old and younger

Proposer(s): District 6690, USA

Endorsed by: District 6690 through a ballot-by-mail, 23 October-13 November 2017

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

in article 18 (page 76 MOP)

Article 18 Fiscal Matters

18.030. Dues.

18.030.1. Per Capita Dues.

Each club shall pay to RI per capita dues for each of its members as follows: US\$28.00 per half year in 2016-2017, US\$30.00 per half year in 2017 - 2018, US\$32.00 per half year in 2018 - 2019, and US\$34.00 per half year in 2019 - 2020 and thereafter. Such dues shall remain constant until changed by the council on legislation. These amounts shall be reduced by 75 percent for members who are 30 years old and younger.

18.030.2. Additional Dues.

Each club shall pay each year to RI for each of its members additional per capita dues of US\$1.00 or such other amount, as determined by the board, sufficient to pay for the projected expenses of the next scheduled council on legislation and council on resolutions. There shall be no minimum amount payable to RI by any club. In the event an extraordinary meeting of the council on legislation is convened, additional per capita dues to pay for its expenses shall be paid as soon as practicable following the meeting. Such additional dues shall be held as a separate fund restricted to provide for the expenses of representatives in attending the council, as well as other administrative expenses of the council, in a manner to be determined by the board. The board shall furnish the clubs an accounting of receipts and expenditures.

18.030.2.1. Exception to Additional Dues.

No additional per capita dues shall be assessed on members who are 30 years old and younger to pay for the council on legislation or the council on resolutions.

and in article 21 (page 82 MOP)

Article 21 Official Magazine

1 **21.030. Subscription to Magazines.**

2
3 21.030.3. Optional Subscription.

4 Members who are 30 years old and younger shall receive an electronic copy of the
5 official magazine at no charge. Members who are 30 years old and younger shall
6 have the option to become paid subscribers and receive a printed copy by mail.

7
8 *And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*
9 *(page 98 MOP)*

10
11 **Article 17 Rotary Magazines**

12
13 **Section 3 — Optional Subscription.** Members who are 30 years old and younger
14 shall be exempt from the mandatory subscription fee, but will receive an
15 electronic copy of the official magazine at no charge. Members who are 30 years
16 old and younger may become a paid subscriber and receive a printed copy by
17 mail.

(End of Text)

PURPOSE AND EFFECT

18 This proposed enactment would allow young professionals to have all the benefits
19 and privileges of Rotarians at a reduced fee. The 2016 Council on Legislation
20 passed measures that allowed Rotaractors to join Rotary clubs and hold dual
21 membership between two club types, but the dues structure was not addressed.
22 While the Rotary club membership option is attractive, the cost of paying the full
23 RI dues is not attractive to potential members within the young professional and
24 Rotaract communities. This proposal sets the RI dues at an affordable amount
25 for the age range of members.

FINANCIAL IMPACT

26 This enactment would result in a decrease in revenues and an increase in
27 expenses for RI.

28
29 The amount of the decrease in revenues is estimated to exceed US\$2.4 million.
30 The amount would be contingent upon the number of Rotarians 30 years old or
31 younger who would pay reduced per capita dues, and the number opting not to
32 subscribe to *The Rotarian*. This estimate is based on the following:

- 33
34
 - RI's membership database does not have age data for 44 percent of
35 members. However, based on the most recent demographic survey in
36 2015, which provided a statistically significant geographic representation

1 of Rotary's demographics, it is estimated that 3.8 percent of Rotarians
2 would be eligible for this reduction.

3

4 • If the 3.8 percent (or 46,000) of 1.2 million members received a reduction
5 in RI per capita dues, there would be a decrease in revenues of
6 US\$800,000 (based on fiscal year 2020 per capita dues of US\$68 and a
7 discount of 25 percent).

8

9 • A reduction in revenues for *The Rotarian* is estimated at \$100,000 if 20
10 percent of members 30 years old or younger opt not to subscribe

11

12 A reduction in RI per capita dues for Rotarians that are 30 years old or younger
13 would not be expected to significantly increase the number of Rotarians in this
14 age group. Based on the 2015 Rotarian survey, the RI per capita dues are
15 estimated to average approximately 1 to 4 percent of the annual cost of the Rotary
16 experience, up to a maximum of 10 percent.

17

18 Additionally, there would be an increase in technology expenses to enhance
19 database and billing systems and administrative expenses to maintain age
20 information.

21

22 The RI Bylaws require a balanced budget. A significant decrease in RI per capita
23 dues would have an impact on operations and services provided by RI that cannot
24 be determined at this time.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

--

PROPOSED ENACTMENT 19-89

To reduce per capita dues for older members

Proposer(s): District 3640, Korea

Endorsed by: District 3640 through a district legislation meeting, Seoul, Korea,
15 September 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

2

3 **Article 18 Fiscal Matters**

4

5 **18.030. Dues.**

6

7 18.030.2. Reduction of Per Capita Dues by 50 Percent for Older Members.

8 If the aggregate of the member's years of age and years of membership in one or
9 more clubs is 85 years or more, the member's per capita dues shall be reduced by
10 50 percent.

(Subsequent subsections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

11 The purpose of this enactment is to reduce a member's per capita dues by 50
12 percent if the aggregate of the member's years of age and years of membership in
13 one or more clubs is 85 years or more. This would not only serve as a symbolic
14 recognition of the senior member's Rotary career, but also encourage such
15 longstanding members to remain active in Rotary, thus contributing to Rotary's
16 membership retention.

FINANCIAL IMPACT

17 This enactment would have a significant financial impact on RI which cannot be
18 determined at this time.

19

20 The amount of the decrease would be contingent upon the number of Rotarians
21 whose years of age and membership in one or more clubs total 85 years or more,
22 who would pay reduced RI per capita dues. For example, a Rotarian 60 years of
23 age with 25 years of membership would be eligible for a 50 percent per capita
24 dues reduction.

1 RI's membership database does not have age data for 44 percent of members.
2 However, based on the most recent demographic survey in 2015 which provided a
3 statistically significant geographic representation of demographics, it is estimated
4 that 26 percent of Rotarians are 60 to 70 years of age and 23 percent are 70 years
5 of age or older. It could be expected that a significant proportion of Rotary's 1.2
6 million members would be eligible for a 50 percent per capita dues reduction.

7
8 A reduction in RI per capita dues for Rotarians that have an aggregate of the
9 member's years of age and years of membership in one or more clubs of 85 years
10 or more would not be expected to significantly increase the number of Rotarians
11 in this age group. Based on the 2015 Rotarian survey, the RI per capita dues are
12 estimated to average approximately 1 to 4 percent of the annual cost of the Rotary
13 experience, up to a maximum of 10 percent.

14
15 Additionally, there would be an increase in administrative expenses to maintain
16 age information from membership and technology expenses to enhance database
17 and billing systems.

18
19 The RI Bylaws require a balanced budget. A significant decrease in RI per capita
20 dues would have an impact on operations and services provided by RI that cannot
21 be determined at this time.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-90

To reduce per capita dues for older members

Proposer(s): District 3261, India

Endorsed by: District 3261 through a ballot-by-mail, 7 December 2017

*To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

18.030. Dues.

18.030.1. Per Capita Dues.

Each club shall pay to RI per capita dues for each of its members as follows:
US\$28.00 per half year in 2016-2017, US\$30.00 per half year in 2017 - 2018,
US\$32.00 per half year in 2018 - 2019, and US\$34.00 per half year in 2019 -
2020 and thereafter. Such dues shall remain constant until changed by the
council on legislation. Rotarians 75 years of age or older, who have maintained
active membership in one or more Rotary clubs for at least 25 years, shall be
exempt from the payment of 50 percent of their per capita dues.

(End of Text)

PURPOSE AND EFFECT

The purpose of this enactment is to amend the RI Bylaws to help retain senior members who would otherwise have terminated their membership upon retirement. This will also enrich the club with the wisdom and experience of senior Rotarians.

FINANCIAL IMPACT

This enactment would have a significant financial impact on RI which cannot be determined at this time.

The amount of the decrease in revenues would be contingent upon the number of Rotarians who are 75 years of age or older, who have maintained active membership in one or more Rotary clubs for at least 25 years, who would pay reduced RI per capita dues.

RI's membership database does not have age data for 44 percent of members. However, based on the most recent demographic survey in 2015 which provided a statistically significant geographic representation of demographics, it is estimated that 23 percent of Rotarians are 70 years of age or older. The percentage of

1 Rotarians over 75 years of age is not known but could be estimated at 15 percent.
2 It would be expected that a material proportion of Rotary's 1.2 million members
3 would be eligible for a reduction.

4
5 A reduction in RI per capita dues for Rotarians 75 years of age or older, who have
6 maintained active membership in one or more Rotary clubs for at least 25 years,
7 would not be expected to significantly increase the number of Rotarians in this
8 age group. Based on the 2015 Rotarian survey, the RI per capita dues are
9 estimated to average approximately 1 to 4 percent of the annual cost of the Rotary
10 experience, up to a maximum of 10 percent.

11
12 Additionally, there would be an increase in administrative expenses to maintain
13 age information and the number of years of membership, and technology
14 expenses to enhance database and billing systems.

15
16 The RI Bylaws require a balanced budget. A significant decrease in RI per capita
17 dues would have an impact on operations and services provided by RI that cannot
18 be determined at this time

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

--

PROPOSED ENACTMENT 19-91

To exempt older members from per capita dues

Proposer(s): Rotary Club of Berhampur Central, District 3262, India

Endorsed by: District 3262 through an annual district conference, Kolkata, West Bengal, India, 24 December 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 76 MOP)*

2

3 **Article 18 Fiscal Matters**

4

5 **18.030. Dues.**

6

7 **18.030.1. Per Capita Dues.**

8 Each club shall pay to RI per capita dues for each of its members as follows:

9 US\$28.00 per half year in 2016-2017, US\$30.00 per half year in 2017 - 2018,

10 US\$32.00 per half year in 2018 - 2019, and US\$34.00 per half year in 2019 -

11 2020 and thereafter. Such dues shall remain constant until changed by the

12 council on legislation. Rotarians 65 years of age or older, who have been a

13 member of one or more clubs for at least 30 years, may choose to be exempt from

14 the payment of per capita dues.

(End of Text)

PURPOSE AND EFFECT

15 This proposed enactment is focused upon Rotarians 65 years of age or older who
16 have contributed their time, skills, and financial resources to Rotary over a period
17 of at least 30 years. Usually, at this age, a person takes retirement from active
18 service, profession, or vocation. Rotary needs these dedicated Rotarians who can
19 still offer their service and advice in all Rotary works. Therefore, if an older
20 Rotarian is in financial constraint and desires to be exempt from the payment of
21 dues, it may be granted.

FINANCIAL IMPACT

22 This enactment would have a significant financial impact on RI which cannot be
23 determined at this time.

24

25 The amount of the decrease in revenues would be contingent upon the number of
26 Rotarians 65 years of age or older who have been members of one or more clubs
27 for at least 30 years and who will choose to be exempt from paying per capita
28 dues.

1 RI's membership database does not have age data for 44 percent of members.
2 However, based on the most recent demographic survey in 2015, which provided
3 a statistically significant geographic representation of demographics, it is
4 estimated that more than 36 percent of Rotarians are age 65 or older. It could be
5 expected that a material proportion of Rotary's 1.2 million members would be
6 eligible for exemption.

7
8 A reduction in per capita dues for Rotarians 65 years of age or older, who have
9 been members of one or more clubs for at least 30 years would not be expected to
10 significantly increase the number of Rotarians in this age group. Based on the
11 2015 Rotarian survey, the per capita dues are estimated to average approximately
12 1 to 4 percent of the annual cost of the Rotary experience, up to a maximum of 10
13 percent.

14
15 Additionally, there would be an increase in administrative expenses to maintain
16 age information and the number of years of membership, and technology
17 expenses to enhance database and billing systems.

18
19 The RI Bylaws require a balanced budget. A decrease in per capita dues would
20 have an impact on operations and services provided by RI that cannot be
21 determined at this time.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-92

To disclose to clubs the effect and impact of changing per capita dues

Proposer(s): Rotary Club of Tokyo Hachioji, District 2750, Japan
Rotary Club of Tokyo-Shiba, District 2750, Japan

Endorsed by: District 2750 through an annual district conference, Tokyo,
Japan, 22 February 2017

*To amend the **BYLAWS** of Rotary International as follows (pages 78-79 MOP)*

Article 18 Fiscal Matters

18.060. Five-Year Financial Forecast.

18.060.1. Annual Review of Five-Year Forecast.

The board shall consider a five-year financial forecast on an annual basis. Such forecast shall describe the development of total revenues, including the effect and impact of any change of RI per capita dues as a separate item, and total expenses of RI. The forecast shall also describe the development of assets, liabilities, and fund balances of RI.

18.060.5. Explanation of the Five-Year Financial Forecast to Each District

The directors or other representatives of the board shall explain and announce the five-year financial forecast for each district to discuss.

18.080. Report.

The general secretary shall publish the audited annual report of RI no later than the end of December following the fiscal year end. Such report shall, by individual office, clearly show all reimbursed expenses paid to, and all payments made on behalf of, the president, president-elect, president-nominee and each of the directors. In addition such report shall clearly show all reimbursed expenses paid to, and all payments made on behalf of, the office of the president. The report shall further contain the expenditures of the board, the annual convention, and each major division of the administration and the operations of the secretariat, and be accompanied by a statement comparing each of these items with the budget adopted in accordance with subsection 18.050.1. and, if necessary, as revised in accordance with subsection 18.050.2. The report shall contain full details of any expenditures that vary from the approved budget by more than 10 percent in each category. The report shall describe the effect and impact of any change of RI per capita dues as a separate item. The report shall be distributed to each current and past officer of RI and shall be made available to any club upon request. The report for the year immediately preceding a council

1 on legislation shall be mailed by the general secretary to all members of that
2 council at least 30 days prior to the opening of that council.

(End of Text)

PURPOSE AND EFFECT

3 The 2016 Council on Legislation adopted that the per capita dues would increase
4 by four dollars every year beginning in 2017-2018. It was originally supposed to
5 have been a US\$1.00 increase, but the RI Board, in spite of opposition, revised at
6 the last minute, according to the five-year financial forecast and due to the
7 downturn of investment income.

8
9 Members should raise their voice to request RI's accountability to the clubs. RI
10 should disclose its financial information concerning the increase to gain the
11 understanding of the clubs.

12
13 If RI can gain the understanding of the clubs, it will be able to proceed smoothly
14 should further increases of per capita dues be required in the future.

FINANCIAL IMPACT

15 This enactment would have no substantial financial impact on RI if the five-year
16 financial forecast is presented at the district conference by a current attendee, or
17 if the additional travel expense would be funded by the district.

18
19 Five-year financial forecasts are currently provided for the Institute presentations
20 on an annual basis. There would be an operational impact to include scenarios
21 for potential future changes to per capita dues and to expand distribution to
22 districts and clubs.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-93

To change the name of the General Surplus Fund to the RI Reserve

Proposer(s): Board of Directors of RI

*To amend the **CONSTITUTION** of Rotary International as follows (page 13 MOP)*

Article 6 Board of Directors

Section 2 — Powers. The affairs and funds of RI shall be under the direction and control of the board in conformity with this constitution and the bylaws and the Illinois General Not-for-Profit Corporation Act of 1986, and any amendments thereto. In exercising such direction and control over the funds of RI, the board may, as fixed by the budget or budgets provided for in the bylaws, expend in any fiscal year the current income and such amount from the ~~general surplus fund~~ RI reserve as may be necessary to accomplish the purposes of RI. The board shall report to the next convention as to the special conditions under which expenditures have been made from the ~~surplus reserve~~. The board shall at no time incur an indebtedness in excess of the then net assets of RI.

*And to amend the **BYLAWS** of Rotary International as follows
in article 18 (page 78 MOP)*

Article 18 Fiscal Matters

18.050. Budget.

18.050.6. Expenditures in Excess of Anticipated Revenue; ~~General Surplus Fund~~ RI Reserve.

Notwithstanding the provisions of section 18.050.4., if at any time the ~~general surplus fund~~ RI reserve is greater than 85 percent of the highest level of annual expenses during the most recent three-year period, excluding expenditures funded from the ~~general surplus fund~~ RI reserve and the self-financing expenditures on the annual convention and the council on legislation, the board, by a three-quarters vote, may authorize the expenditure of amounts in excess of anticipated revenues, provided, however, that such expenditure would not cause the ~~general surplus fund~~ RI reserve to decrease below 100 percent of such 85 percent level. Full details of the excess expenditure and the circumstances leading thereto shall be reported by the president to all officers of RI within 60 days and to the next convention.

and in article 21 (page 81 MOP)

1 **Article 21 Official Magazine**

2

3 **21.020. Subscription Prices.**

4

5 **21.020.3. Magazine Income.**

6 The income generated by the magazine in a year shall not be used during that
7 year for purposes other than its publication and improvement. Any excess
8 income over expenditure shall be transferred to the ~~general fund surplus of RI~~ RI
9 reserve at the end of the year, unless otherwise provided by the board.

(End of Text)

PURPOSE AND EFFECT

10 This enactment updates the RI Bylaws to more appropriately characterize the
11 General Surplus Fund as the RI Reserve.

12

13 The term ‘reserve’ is a more commonly used term and refers to funds held above
14 and beyond the budgeted needs of the organization to ensure it has sufficient
15 cash flow to meet future foreseen and unforeseen needs.

16

17 The current RI Bylaws refer to reserves as a ‘General Surplus Fund’. This is
18 misleading as *surplus* infers an excess of funds, rather than a reserve required to
19 reduce organization risk. Reserves are in surplus only when they exceed the
20 recommended target.

FINANCIAL IMPACT

21 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-94

To revise the process for establishing the General Surplus Fund

Proposer(s): District 5190, USA

Endorsed by: District 5190 through a ballot-by-mail, 11-27 December 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 78 MOP)*

2

3 **Article 18 Fiscal Matters**

4

5 **18.050. Budget.**

6

7 **18.050.6. Expenditures in Excess of Anticipated Revenue; General Surplus** 8 **Fund.**

9 Notwithstanding the provisions of section 18.050.4., ~~if at any time the general~~
10 ~~surplus fund is greater than 85 percent of the highest level of annual expenses~~
11 ~~during the most recent three-year period, excluding expenditures funded from~~
12 ~~the general surplus fund and the self-financing expenditures on the annual~~
13 ~~convention and the council on legislation the board will establish an annual~~
14 ~~reserve target sufficient to ensure that RI will continue to meet its financial~~
15 ~~obligations. If at any time the RI reserve is greater than the RI reserve target set~~
16 ~~by the board, the board, by a three-quarters vote, may authorize the expenditure~~
17 ~~of amounts in excess of anticipated revenues, provided, however, that such~~
18 ~~expenditure would not cause the general surplus fund to decrease below 100~~
19 ~~percent of such 85 percent level the RI reserve target.~~ Full details of the reserve
20 target and any excess expenditure and the circumstances leading thereto shall be
21 reported by the president to all officers of RI within 60 days and to the next
22 convention.

(End of Text)

PURPOSE AND EFFECT

23 This enactment seeks to remove a fixed calculation of RI's reserve from the RI
24 Bylaws. Currently, the reserve policy is detailed in both the Rotary Code of
25 Policies and the RI Bylaws. The reserve developed annually by the RI Board as
26 part of the budget process will be based on current industry standards and link
27 relevant organizational risks to the organization's operations and activities. The
28 reserve policy plays an important part in RI's financial sustainability model.

FINANCIAL IMPACT

- 1 This enactment would not result in an increase or decrease in revenues or
2 expenses for RI.
3
4 Reserves are funds that are above and beyond the operating needs of the
5 organization. The target reserve is the minimum required to ensure RI has
6 sufficient cash flow to meet future foreseen and unforeseen needs.
7
8 If the RI Board establishes the target for reserves appropriate to business
9 conditions and assessments of business risks, the calculation of RI's target
10 minimum may change.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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Motion to Amend
RI Board of Directors

PROPOSED ENACTMENT 19-95

To establish a new target and define the General Surplus Fund

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 78 MOP)*

2
3 **Article 18 Fiscal Matters**

4
5 **18.050. Budget.**

6
7 **18.050.6. Expenditures in Excess of Anticipated Revenue; General Surplus**
8 **Fund.**

9 Notwithstanding the provisions of section 18.050.4., if at any time the general
10 surplus fund is greater than ~~85~~ **55** percent of the highest level of annual expenses
11 during the most recent three-year period, excluding expenditures funded from
12 the general surplus fund and the self-financing expenditures ~~on~~ for the annual
13 convention and the council on legislation, the board, by a three-quarters vote,
14 may authorize the expenditure of amounts in excess of anticipated revenues,
15 provided, however, that such expenditure would not ~~cause decrease~~ the general
16 surplus fund ~~to decrease~~ below 100 percent of such ~~85~~ **55** percent level. Full
17 details of ~~the excess expenditure and the circumstances leading thereto~~ such
18 authorization shall be reported by the president to all officers of RI within 60
19 days and to the next convention. The general surplus fund shall be defined as
20 RI's cash and investments, excluding funds held in restricted currencies, funds
21 restricted for a specific purpose by the bylaws or the board and funds necessary
22 for RI's daily operations.

(End of Text)

PURPOSE AND EFFECT

23 The RI Board seeks to modernize RI's policy for reserves to meet future foreseen
24 and unforeseen events, in accordance with principles of good governance. The RI
25 Board consulted third-party experts on establishing an appropriate level (or
26 target) for reserves in accordance with principles of good governance.

27
28 The RI Board also undertook a study of an appropriate definition of the General
29 Surplus Fund.

1 The RI Board proposes:

- 2 • an appropriate level of reserves is 55 percent of annual operating expenses
- 3 based on an assessment of business risks
- 4 • a definition of the General Surplus Fund to be included in the RI Bylaws

5
6 **1. Appropriate level of reserves:**

7
8 Section 18.050.6. of the RI Bylaws specifies the circumstances under which the
9 RI Board may approve a budget in which expenses exceed revenues. Based on an
10 assessment of RI's business risks, this enactment recommends that the
11 appropriate level of the General Surplus Fund should be 55 percent of annual
12 operating expenses (less the expenses of the RI Convention and the Council on
13 Legislation).

14
15 **2. Definition of general surplus fund:**

16
17 The RI Bylaws specify circumstances under which the General Surplus Fund can
18 be used but do not define the general surplus fund. A definition has been added
19 to section 18.050.6. of the RI Bylaws to ensure that the measure of reserves
20 properly reflects funds available for future foreseen and unforeseen events.

21
22 Amounts such as operational cash/working capital, funds held in restricted
23 currencies, funds restricted by the RI Bylaws or the RI Board, and intercompany
24 trading balances should be excluded when evaluating reserves.

25
26 To provide long-term financial sustainability for RI, the General Surplus Fund
27 should be a reserve of funds that are over and above the operating needs of the
28 organization.

FINANCIAL IMPACT

29 This enactment would not result in an increase or decrease in revenues or
30 expenses for RI.

31
32 However, it would reduce the target for the General Surplus Fund and amend
33 current practices of how the General Surplus Fund is measured.

34
35 If the new target is applied along with the new definition on how the General
36 Surplus Fund is measured, it would reduce the amount available for the RI Board
37 to approve for expenditures in excess of anticipated revenues.

38
39 The General Surplus Fund as of 30 June 2017 was reported as US\$107 million
40 and the target was US\$73 million. If funds designated for a specific purpose,
41 operating cash, and intercompany balances were excluded, the General Surplus
42 Fund balance as of 30 June 2017 would have been \$68 million and the revised
43 target would have been \$46 million.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Adopted as Amended

☐ Referred to Board

☐ Rejected

☐ Tabled

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-95

To establish a new target and define the General Surplus Fund

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 78 MOP)*

2 3 **Article 18 Fiscal Matters**

4 5 **18.050. Budget.**

6 7 **18.050.6. Expenditures in Excess of Anticipated Revenue; General Surplus** 8 **Fund.**

9 Notwithstanding the provisions of section 18.050.4., if at any time the general
10 surplus fund is greater than ~~85~~ 65 percent of the highest level of annual expenses
11 during the most recent three-year period, excluding expenditures funded from
12 the general surplus fund and the self-financing expenditures ~~on~~ for the annual
13 convention and the council on legislation, the board, by a three-quarters vote,
14 may authorize the expenditure of amounts in excess of anticipated revenues,
15 provided, however, that such expenditure would not ~~cause decrease~~ the general
16 surplus fund ~~to decrease~~ below 100 percent of such ~~85~~ 65 percent level. Full
17 details of ~~the excess expenditure and the circumstances leading thereto~~ such
18 authorization shall be reported by the president to all officers of RI within 60
19 days and to the next convention. The general surplus fund shall be defined as
20 RI's cash and investments, excluding funds held in restricted currencies, funds
21 restricted for a specific purpose by the bylaws or the board and funds necessary
22 for RI's daily operations.

(End of Text)

PURPOSE AND EFFECT

23 The RI Board seeks to modernize RI's policy for reserves to meet future foreseen
24 and unforeseen events, in accordance with principles of good governance. The RI
25 Board consulted third-party experts on establishing an appropriate level (or
26 target) for reserves in accordance with principles of good governance.

27
28 The RI Board also undertook a study of an appropriate definition of the General
29 Surplus Fund.

30
31 The RI Board proposes:

- 32 • an appropriate level of reserves is 65 percent of annual operating expenses
33 based on an assessment of business risks
- 34 • a definition of the General Surplus Fund to be included in the RI Bylaws

1 **1. Appropriate level of reserves:**

2
3 Subsection 18.050.6. of the RI Bylaws specifies the circumstances under which
4 the RI Board may approve a budget in which expenses exceed revenues. Based
5 on an assessment of RI's business risks, this enactment recommends that the
6 appropriate level of the General Surplus Fund should be 65 percent of annual
7 operating expenses (less the expenses of the RI Convention and the Council on
8 Legislation).

9
10 **2. Definition of general surplus fund:**

11
12 The RI Bylaws specify circumstances under which the General Surplus Fund can
13 be used but do not define the General Surplus Fund. A definition has been added
14 to subsection 18.050.6. of the RI Bylaws to ensure that the measure of reserves
15 properly reflects funds available for future foreseen and unforeseen events.

16
17 Amounts such as operational cash/working capital, funds held in restricted
18 currencies, funds restricted by the RI Bylaws or the RI Board, and intercompany
19 trading balances should be excluded when evaluating reserves.

20
21 To provide long-term financial sustainability for RI, the General Surplus Fund
22 should be a reserve of funds that are over and above the operating needs of the
23 organization.

FINANCIAL IMPACT

24 This enactment would not result in an increase or decrease in revenues or
25 expenses for RI.

26
27 However, it would reduce the target for the General Surplus Fund and amend
28 current practices of how the General Surplus Fund is measured.

29
30 If the new target is applied along with the new definition on how the General
31 Surplus Fund is measured, it would reduce the amount available for the RI Board
32 to approve for expenditures in excess of anticipated revenues.

33
34 The General Surplus Fund as of 30 June 2017 was reported as US\$107 million
35 and the target was US\$73 million. If funds designated for a specific purpose,
36 operating cash, and intercompany balances were excluded, the General Surplus
37 Fund balance as of 30 June 2017 would have been US\$68 million and the revised
38 target would have been US\$55 million.

VOTE TOTALS

_____ yes

_____ no

RESULT☐ Adopted☐ Referred to Board☐ Postponed☐ Adopted as Amended☐ Rejected☐ Withdrawn**NOTES**

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PROPOSED ENACTMENT 19-96

To allow the RI Board to propose urgent enactments to the Council on Resolutions

Proposer(s): Board of Directors of RI

To amend the **BYLAWS** of Rotary International as follows (pages 32-33 MOP)

Article 8 Council on Resolutions

8.010. *Meeting of the Council on Resolutions.*

There shall be a council on resolutions conducted annually. The council on resolutions shall be convened through electronic communications. The council shall consider and act on any duly proposed resolutions submitted to it.

8.050. *Enactments Considered by the Council on Resolutions.*

The council on resolutions, as a special meeting of the council on legislation, shall consider and act on any enactments duly proposed by the board that the board determines to be of an urgent nature.

~~8.050.~~ **8.060.** *Deadline for Proposed Resolutions and Enactments.*

Proposed resolutions shall be delivered to the general secretary in writing no later than 30 June in the year ~~prior to~~ before the year in which they are to be considered by the council on resolutions. Resolutions also may be offered by the board and acted upon by the council on resolutions at any time prior to the adjournment of the council. The Board may deliver to the general secretary urgent enactments no later than 30 June in the year before the year when they are to be considered by the council on resolutions. The board shall not propose legislation relating to The Rotary Foundation without the prior agreement of the trustees.

~~8.060.~~ **8.070.** *Duly Proposed Resolutions; Defective Proposed Resolutions.*

~~8.060.1.~~ **8.070.1.** *Duly Proposed Resolutions.*

A proposed resolution is duly proposed if:

- (a) it is delivered to the general secretary under the deadlines contained in section ~~8.050.~~ **8.060.** of the bylaws;
- (b) it complies with the requirements of section 8.030. of the bylaws regarding who may propose a resolution; and
- (c) when it is proposed by a club, the requirements of section 8.040. of the bylaws regarding district endorsement have been met.

~~8.060.2.~~ **8.070.2.** *Defective Resolution.*

A proposed resolution is defective if it:

- (a) would require an action, or express an opinion, that is in conflict with the letter or spirit of the constitutional documents; or
(b) is not within the framework of the program of RI.

~~8.070.~~ 8.080. *Review of Proposed Resolutions and Enactments.*

The constitution and bylaws committee shall review all proposed resolutions and enactments submitted to the general secretary for transmittal to the council on resolutions and may recommend to the board whether:

~~8.070.1.~~ 8.080.1. a proposed resolution or enactment is duly proposed; and

~~8.070.2.~~ 8.080.2. the general secretary not transmit to the council on resolutions proposed resolutions or enactments determined by the committee to be defective pursuant to subsections 7.037.2. or 8.070.2.

~~8.080.~~ 8.090. *Board Examination of Proposed Resolutions and Enactments.*

The board (by the constitution and bylaws committee acting on its behalf) shall examine the text of all proposed resolutions and enactments and shall advise the proposers of any defects ~~in the proposed resolutions.~~

~~8.080.1.~~ 8.090.1. *Resolutions and Enactments Not Transmitted to the Council.*

Where the board, on the advice of the constitution and bylaws committee, determines that proposed resolutions or enactments are not duly proposed or defective, the board shall direct that the proposed resolutions or enactments not be transmitted to the council for consideration. In the event of any such action by the board, the proposer shall thereupon be notified by the general secretary.

~~8.080.2.~~ *Council Consideration of Resolutions.*

~~The council on resolutions shall consider and act upon such duly proposed resolutions.~~

8.100. *Enactment Procedures*

For any enactment adopted by a council on resolutions, the procedures and deadlines in subsections 9.170.3.1. to 9.170.4. shall apply.

(Sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

The purpose of this enactment is to provide a method for the Board to bring urgent, duly proposed enactments to the Council on Resolutions. These enactments would still be considered and acted on by the representatives during a Council on Resolutions; however, this would allow more urgent items to be considered in a timelier manner.

FINANCIAL IMPACT

- 1 This enactment would have no substantial financial impact on RI, as Board-
2 proposed urgent enactments to the Council on Resolutions are expected to be
3 infrequent and not require any system enhancements.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-97

To streamline and modernize any extraordinary meeting of the Council on Legislation

Proposer(s): Board of Directors of RI

*To amend the **CONSTITUTION** of Rotary International as follows (pages 14-15 MOP)*

Article 10 Council on Legislation

Section 5 — Extraordinary Meeting to Adopt Legislation. The board, by a 90 percent vote of the entire board, may ~~determine that an emergency exists, such that call~~ an extraordinary meeting of the council on legislation is ~~required in order to adopt legislation.~~ The board will determine the time and place for ~~such a the~~ meeting and specify its purpose. ~~Such a~~ The meeting may consider and act only ~~upon on~~ legislation proposed by the board ~~related to the emergency for which the meeting is called.~~ Legislation to be considered at ~~such meetings the~~ meeting is not subject to the submission deadlines and procedures ~~specified elsewhere in the constitutional documents of RI, except that those procedures shall be followed to the extent that time permits.~~ Any action of ~~such a the~~ meeting ~~of the council~~ shall be subject thereafter to action by the clubs as provided in section 3 of this article.

*And to amend the **BYLAWS** of Rotary International as follows*

in article 7 (pages 31-32 MOP)

Article 7 Council on Legislation

~~7.060. Consideration of Emergency Legislation.~~

~~The board, by a two-thirds vote of the entire board, may declare that an emergency exists and authorize consideration of legislation as follows:~~

~~7.060.1. Emergency Legislation Considered by the Council.~~

~~Legislation proposed to an extraordinary meeting of the council may be considered at such council even though such legislation does not comply with the prescribed dates for filing such legislation as prescribed by the respective constitutional documents, provided that the procedures prescribed therein shall be followed to the extent that time permits.~~

~~7.060.2. Adoption of Legislation.~~

~~A two-thirds affirmative vote of those present and voting shall be required for the adoption of legislation by the council in an emergency under these provisions.~~

1 **7.060. Extraordinary Meeting of the Council.**

2
3 **7.060.1. Notice.**

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

9
10 **7.060.2. Adoption of Enactments.**

11 A two-thirds affirmative vote of the representatives shall be required for the
12 adoption of legislation at an extraordinary meeting of the council on legislation.

13
14 **7.060.3. Procedures.**

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

17
18 **7.060.3.1. Method of meeting.**

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

21
22 **7.060.3.2. Report of Action.**

23 The report of action provided for in subsection 9.150.2. shall be transmitted to
24 the clubs within seven days of the adjournment of the extraordinary meeting.

25
26 **7.060.3.3. Opposition to Action.**

27 The clubs shall have one month from the time the report is transmitted to the
28 clubs to record their opposition to any action of an extraordinary meeting of the
29 council on legislation.

30
31 **7.060.4. Effective Date of Action.**

32 Actions of an extraordinary meeting of the council on legislation shall become
33 effective one month after the general secretary has transmitted the report of that
34 council so long as the requisite number of opposition votes has not been filed by
35 clubs. If the requisite number of clubs have recorded their opposition, the action
36 will be subject to a ballot-by-mail following as closely as possible the provisions
37 of section 9.150.

38
39 *and in article 9 (page 41 MOP)*

40
41 **Article 9 Members of the Council on Legislation and Council on**
42 **Resolutions**

43
44 **9.170. Extraordinary Meeting of the Council.**

1 ~~9.170.1. Notice.~~

2 ~~An extraordinary meeting of the council on legislation may be called by the board~~
3 ~~in accordance with article 10, section 5 of the RI constitution. Notice of an~~
4 ~~extraordinary meeting and the legislation it will consider shall be mailed to~~
5 ~~governors no later than 60 days before the meeting is scheduled to convene. The~~
6 ~~governors shall forthwith notify the clubs in their districts and as soon as possible~~
7 ~~inform the general secretary of the names of the Rotarians who will represent~~
8 ~~their respective districts at such a meeting.~~

9
10 ~~9.170.2. Adoption of Enactments.~~

11 ~~A two-thirds affirmative vote of those present and voting shall be required for the~~
12 ~~adoption of legislation at an extraordinary meeting of the council on legislation.~~

13
14 ~~9.170.3. Procedures.~~

15 ~~The procedures applicable at the regular meeting of the council on legislation~~
16 ~~shall apply at an extraordinary meeting with the following two exceptions:~~

17
18 ~~9.170.3.1. Report of Action.~~

19 ~~The report of action provided for in subsection 9.150.2. shall be transmitted to~~
20 ~~the clubs within 15 days of the adjournment of the extraordinary meeting.~~

21
22 ~~9.170.3.2. Opposition to Action.~~

23 ~~The clubs shall have two months from the time the report is transmitted to the~~
24 ~~clubs to record their opposition to any action of an extraordinary meeting of the~~
25 ~~council on legislation.~~

26
27 ~~9.170.4. Effective Date of Action.~~

28 ~~Actions of an extraordinary meeting of the council on legislation shall become~~
29 ~~effective two months after the general secretary has transmitted the report of that~~
30 ~~council so long as the requisite number of opposition votes has not been filed by~~
31 ~~clubs. If the requisite number of clubs have recorded their opposition, the action~~
32 ~~will be subject to a ballot by mail following as closely as possible the provisions~~
33 ~~of section 9.150.~~

(Subsequent sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

34 The RI Constitution has long authorized an extraordinary meeting of the Council
35 on Legislation. None has been held, but in case one is needed, the constitutional
36 documents should not be a barrier. The RI Constitution appears to require a
37 declaration of an “emergency,” which is vague, undefined, and might harm
38 Rotary’s public image. The RI Constitution leaves the details of an extraordinary
39 meeting to the RI Bylaws. The present bylaw requirements are incorrect and

1 outdated. Present RI Bylaw section 7.060. says two-thirds of the RI Board may
2 call an extraordinary meeting – which is contrary to, and thus superseded by, the
3 RI Constitution’s requirement for 90 percent of the RI Board. The present RI
4 Bylaws appear to require mailing of notices, lengthy advance notice provisions,
5 an in-person meeting, and lengthy post-Council procedures before the meeting’s
6 legislation can take effect.

7
8 This proposed legislation would streamline and modernize an extraordinary
9 meeting by shortening the notice periods, allowing the option of an electronic
10 meeting, and recognizing that representatives now serve for a term of three years
11 (RI Bylaws section 9.040.). If an extraordinary meeting were required to
12 consider legislation, Rotary should not be hamstrung by outdated, dilatory
13 requirements.

FINANCIAL IMPACT

14 This enactment would have no substantial financial impact on RI, as an
15 extraordinary meeting is expected to be infrequent and not require any system
16 enhancements.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-98

To hold the Council on Legislation in August, September, or October and to revise the timetable for submitting proposed legislation

Proposer(s): District 2680, Japan

Endorsed by: District 2680 through a district legislation meeting, Kobe, Hyogo, Japan, 20 May 2017

1 *To amend the **CONSTITUTION** of Rotary International as follows (page 14*
2 *MOP)*

3 4 **Article 10 Council on Legislation**

5
6 **Section 2 — Time and Place.** The council on legislation shall convene
7 triennially in ~~April, May, or June~~ August, September, or October, but preferably
8 in ~~April~~ October. The board will determine the date and place of the meeting,
9 provided that, except for compelling financial or other reasons as determined by
10 a two-thirds vote of the entire board, the meeting shall be held in the vicinity of
11 the RI world headquarters.

12
13 *And to amend the **BYLAWS** of Rotary International as follows (pages 29-31*
14 *MOP)*

15 16 **Article 7 Council on Legislation**

17 18 **7.035. Deadline for Proposed Enactments and Position Statements.**

19 Proposed enactments shall be delivered to the general secretary in writing no
20 later than ~~31 December in the year preceding~~ 30 June of the year two years prior
21 to the council. The board may propose and deliver to the general secretary
22 enactments it determines to be of an urgent nature no later than ~~31 December in~~
23 ~~the year of~~ 30 June of the year preceding the council on legislation. Position
24 statements also may be offered by the board and acted upon by the council on
25 legislation at any time prior to the adjournment of the council on legislation.

26 27 **7.050. Board Examination of Proposed Legislation.**

28 The board (by the constitution and bylaws committee acting on its behalf) shall
29 examine the text of all proposed legislation and shall advise the proposers of any
30 defects in the proposed legislation and recommend, where feasible, corrective
31 action.

32 33 **7.050.3. Amendments to the Council and Transmittal of Legislation.**

34 All amendments to legislation must be submitted by the proposers to the general
35 secretary not later than ~~31 March~~ 30 September of the year preceding the council
36 on legislation unless the deadline is extended by the board (the constitution and

bylaws committee acting on its behalf). Subject to the provisions of section 7.050.2., the general secretary shall transmit to the council on legislation all duly proposed legislation, including all timely amendments.

7.050.4. Publication of Proposed Legislation.

The general secretary will provide a copy of all duly proposed legislation together with the proposer's statement of purpose and effect, as reviewed and approved by the constitution and bylaws committee, to each governor, to all members of the council on legislation, and to the secretary of any club that requests it, no later than ~~30 September~~ 31 March in the year the council on legislation shall be convened preceding the council. The proposed legislation also will be made available via Rotary's website.

(End of Text)

PURPOSE AND EFFECT

The changes made by the Council on Legislation are extremely important and, in order for those changes to take effect on 1 July of the following Rotary year, it is necessary that they be adequately communicated at presidents-elect training seminars and district training assemblies within the Rotary year, allowing enough time for Rotary clubs to update their constitutional documents accordingly.

FINANCIAL IMPACT

This enactment could have a financial impact on RI dependent on which month is chosen in which to hold the Council on Legislation. The hotel expenses for a Chicago-based meeting are expected to be higher in the peak rate period of August through October. The table below shows hotel and airfare expenses. Other expenses include venue, equipment hire, interpretation and translation and direct staffing expenses.

Estimated expenses for the Council on Legislation based on month of event:

US\$ MILLIONS	APRIL	JULY	AUGUST	SEPTEMBER	OCTOBER
	Forecast	Forecast	Forecast	Forecast	Forecast
HOTEL	\$ 1.5	1.7	1.7	1.9	2.1
AIRFARE	0.8	0.8	0.8	0.8	0.8
OTHER	1.8	1.8	1.8	1.8	1.8
TOTAL	\$ 4.1	4.3	4.3	4.5	4.7

The forecast indicates that April is the least expensive month and October is the most expensive due to peak season pricing.

1 There could also be an additional financial impact if the date chosen impacts the
2 timing of the quarterly Board and Trustee meetings which are usually held in
3 September and October. This potential financial impact cannot be determined at
4 this time.

5
6 Additional per capita dues for the Council on Legislation are determined by the
7 Board sufficient to pay for the projected expenses of the next scheduled Council
8 on Legislation and Council on Resolutions. The additional per capita dues were
9 US\$1.50 for 2017-2018 and are US\$1.00 for 2018-2019. The additional per
10 capita dues would be adjusted by an amount equivalent to changes in expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-99

To amend the deadline for submitting enactments

Proposer(s): Rotary Club of Ringwood, District 1110, England and Channel Islands

Rotary Club of Kew Gardens, District 1145, England

Endorsed by: District 1110 through a district legislation meeting, Romsey, Hampshire, England, 28 October 2017

District 1145 through an annual district conference, Reigate, Surrey, England, 4 November 2017

1 To amend the **BYLAWS** of Rotary International as follows (pages 29-31 MOP)

2

3 **Article 7 Council on Legislation**

4

5 **7.035. Deadline for Proposed Enactments and Position Statements.**

6 Proposed enactments shall be delivered to the general secretary in writing no
7 later than ~~31 December~~ 31 March in the year preceding the council. The board
8 may propose and deliver to the general secretary enactments it determines to be
9 of an urgent nature no later than 31 December in the year of the council on
10 legislation. Position statements also may be offered by the board and acted upon
11 by the council on legislation at any time prior to the adjournment of the council
12 on legislation.

13

14 **7.050. Board Examination of Proposed Legislation.**

15

16 **7.050.3. Amendments to the Council and Transmittal of Legislation.**

17 All amendments to legislation must be submitted by the proposers to the general
18 secretary not later than ~~31 March~~ 30 June of the year preceding the council on
19 legislation unless the deadline is extended by the board (the constitution and
20 bylaws committee acting on its behalf). Subject to the provisions of section
21 7.050.2., the general secretary shall transmit to the council on legislation all duly
22 proposed legislation, including all timely amendments.

23

24 **7.050.4. Publication of Proposed Legislation.**

25 The general secretary will provide a copy of all duly proposed legislation together
26 with the proposer's statement of purpose and effect, as reviewed and approved by
27 the constitution and bylaws committee, to each governor, to all members of the
28 council on legislation, and to the secretary of any club that requests it, no later
29 than ~~30 September~~ 30 October in the year the council on legislation shall be
30 convened. The proposed legislation also will be made available via Rotary's
31 website.

(End of Text)

PURPOSE AND EFFECT

1 The purpose of this enactment is to extend by three months the time in which
2 clubs may propose enactments and to enable them to be properly discussed and
3 approved by the relevant districts. This change would reduce the time gap
4 between the submission of enactments and the meeting of the Council on
5 Legislation. Also, this enactment would enable clubs to respond to the outcomes
6 of the preceding Council on Resolutions.

FINANCIAL IMPACT

7 This enactment would result in an increase in expenses for RI that cannot be
8 determined at this time.

9
10 The increase would be due to a shortened timeline for the Constitution and
11 Bylaws Committee and staff to process legislation. Additional expenses may be
12 incurred to document, review, prepare financial impacts, translate, and publish
13 legislation in a reduced timeframe. Extending the deadline would also impact the
14 publication date of proposed legislation.

15
16 In addition, the proposed timeline for the Council on Legislation would be
17 concurrent with that of the Council on Resolutions, further impacting staff
18 resources.

19
20 Additional per capita dues for the Council on Legislation are determined by the
21 Board sufficient to pay for the projected expenses of the next scheduled Council
22 on Legislation and Council on Resolutions. The additional per capita dues were
23 US\$1.50 for 2017-2018 and are US\$1.00 for 2018-2019. Future additional per
24 capita dues would be adjusted by an amount equivalent to changes in expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-100

To amend the provisions for endorsing resolutions

Proposer(s): Rotary Club of Kisarazu East, District 2790, Japan

Endorsed by: District 2790 through a ballot-by-mail, 20 December 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 32 MOP)*

2

3 **Article 8 Council on Resolutions**

4

5 **8.040. District Endorsement of Club Resolutions.**

6 Proposed resolutions from a club must be endorsed by the clubs of the district at
7 a district conference, a district legislation meeting ~~or~~, RIBI district council, or
8 through a ballot-by-mail conducted by the governor, following the procedures in
9 section 14.040. as closely as possible. A proposed resolution delivered to the
10 general secretary shall be accompanied by a certificate from the governor stating
11 that it has been considered by the district conference, a district legislation
12 meeting, RIBI district council, or in a ballot-by-mail and has been endorsed.

(End of Text)

PURPOSE AND EFFECT

13 The purpose of this enactment is to amend the RI Bylaws to add an option for
14 clubs to submit proposed resolutions through a ballot-by-mail in order to be
15 endorsed by the clubs of the district. Section 8.040. does not provide the option
16 of a ballot-by-mail; however, the subsequent sentence in the same section
17 provides that proposed resolutions delivered to the general secretary shall be
18 accompanied by a certificate from the governor stating that they have been
19 endorsed in a ballot-by-mail. The intention of the enactment is to correct this
20 omission and to provide the option of a ballot-by-mail conducted by the governor
21 as a means of endorsing proposed resolutions.

FINANCIAL IMPACT

22 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT☐ Adopted☐ Referred to Board☐ Postponed☐ Adopted as Amended☐ Rejected☐ Withdrawn**NOTES**

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PROPOSED ENACTMENT 19-101

To amend the definition of defective resolutions

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 33 MOP)*

2 **Article 8 Council on Resolutions**

3 **8.060. Duly Proposed Resolutions; Defective Proposed Resolutions.**

4 **8.060.2. Defective Resolution.**

5 A proposed resolution is defective if:

6 (a) it would ~~require~~ request an action, or express an opinion, that is in conflict
7 with the letter or spirit of the constitutional documents; ~~or~~

8 (b) it would request an action that involves the operation, management or
9 implementation of a program, policy or affairs of RI or TRF that is within
10 the discretion of the board or trustees;

11 (c) it would request an action which has already been implemented by the
12 board or trustees; or

13 ~~(b)~~ (d) it is not within the framework of the program of RI.
14
15
16

(End of Text)

PURPOSE AND EFFECT

17 Resolutions are sometimes proposed that address issues that are purely
18 administrative in nature or that address issues that have already been
19 implemented. This enactment would amend the RI Bylaws to provide that
20 proposed legislation that requests an action within the discretion of the Board or
21 Trustees or some action which has already been implemented by the Board or
22 Trustees would be deemed defective and may not be submitted to the Council on
23 Resolutions. These items can instead be submitted directly to the Board through
24 a petition.

FINANCIAL IMPACT

25 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-102

To authorize consideration of legislation before the in-person meeting of the Council

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 31 MOP)*

2 3 **Article 7 Council on Legislation**

4
5 **7.050. ~~Board~~ Examination of Proposed Legislation.**

6
7 7.050.5. *Council Consideration of Legislation.*

8 Before any in-person meeting of the council on legislation, the representatives
9 may vote electronically on duly proposed legislation presented for consideration
10 by the council operations committee, after notice and opportunity for comment.

11 This vote may be part of the council on resolutions. If less than 20 percent of the
12 representatives entitled to vote vote for an enactment, it shall not be considered
13 at the next in-person meeting of the council on legislation. The council on
14 legislation shall consider and act upon ~~such~~ all other duly proposed legislation,
15 and any proffered amendments.

(End of Text)

PURPOSE AND EFFECT

16 In Rotary Year 2017-2018, the Council on Legislation Review Committee met to
17 review the possibility of conducting some of the Council online. One topic
18 discussed was to consider items before the Council on Legislation's in-person
19 meeting.

20
21 Since 1995, Council representatives have considered between 196 and 631 items
22 of legislation during the Council week. This makes for a mentally and physically
23 challenging week. One common complaint is that there are many items of
24 legislation that have little support. The committee believes there is a better way
25 to handle some items, rather than spending the Council's limited time on them.

26
27 This enactment sets a 20 percent floor for enactments to be considered at the in-
28 person meeting of the Council on Legislation. On the final votes at the 2013
29 Council, 21 proposed enactments were favored by less than 20 percent of all votes
30 cast. On the final votes at the 2016 Council, 5 proposed enactments were favored
31 by less than 20 percent of the votes cast. (Please note this does not include those
32 enactments voted on by cards or withdrawn by the proposer.)

1 This proposed enactment would allow for the representatives to consider and act
2 upon legislation before the in-person meeting, identifying items with little
3 support. The in-person meeting would then focus on those items that
4 representatives felt deserve detailed consideration.

FINANCIAL IMPACT

5 This enactment would have no substantial financial impact on RI.
6

7 Based on averages from the 2013 and 2016 Councils, of the enactments
8 considered, 10 percent (13) were favored by less than 20 percent of votes cast. A
9 10 percent reduction in enactments would not reduce the number of days of the
10 meeting, nor reduce travel and hotel accommodations for representatives and
11 other attendees.
12

13 However, the in-person meeting could be shortened if there were at least 20
14 percent fewer items of legislation. For example, if the meeting were one day
15 shorter, savings are estimated at US\$300,000 due to lower expenses for hotel,
16 meals, and equipment. Expenses for implementing a pre-vote would be minimal
17 if the voting forum for the Council on Resolutions is utilized.
18

19 Additional per capita dues for the Council on Legislation are determined by the
20 Board sufficient to pay for the projected expenses of the next scheduled Council
21 on Legislation and Council on Resolutions. The additional per capita dues were
22 US\$1.50 for 2017-2018 and are US\$1.00 for 2018-2019. Future additional per
23 capita dues would be adjusted by an amount equivalent to changes in expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-103

To authorize consideration of legislation before the in-person meeting of the Council

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 31 MOP)*

2 3 **Article 7 Council on Legislation**

4
5 **7.050. ~~Board~~ Examination of Proposed Legislation.**

6
7 7.050.5. *Council Consideration of Legislation.*

8 Before any in-person meeting of the council on legislation, the representatives
9 may vote electronically on duly proposed legislation presented for consideration
10 by the council operations committee, after notice and opportunity for comment.

11 This vote may be part of the council on resolutions. If more than 80 percent of
12 the representatives entitled to vote vote for an enactment, it shall be considered
13 on the consent agenda for the next in-person meeting. At its next in-person
14 meeting, The the council on legislation shall consider and act upon such the
15 consent agenda, all other duly proposed legislation, and any proffered
16 amendments.

(End of Text)

PURPOSE AND EFFECT

17 In Rotary Year 2017-2018, the Council on Legislation Review Committee met to
18 review the possibility of conducting some of the Council online. One topic
19 discussed was to consider items before the Council on Legislation's in-person
20 meeting.

21
22 Since 1995, Council representatives have considered between 196 and 631 items
23 of legislation during the Council week. This makes for a mentally and physically
24 challenging week. One common complaint is that there are many items of
25 legislation that have overwhelming support. The committee believes there is a
26 better way to handle some items, rather than spending the Council's limited time
27 on them.

28
29 This enactment sets an 80 percent ceiling that entitles enactments to be on the
30 consent agenda for the in-person meeting of the Council on Legislation. The
31 Rules of Procedure, as recommended by the Council Operations Committee,
32 would provide for a process to remove individual items from the consent agenda
33 and would detail what happens if the consent agenda were rejected at the in-
34 person Council.

1 On the final votes at the 2013 Council, 11 proposed enactments received more
2 than 80 percent of the votes cast. On the final votes at the 2016 Council, 24
3 proposed enactments received more than 80 percent of the votes cast. (Please
4 note this does not include those enactments voted on by cards or withdrawn by
5 the proposer.)

7 This proposed enactment would allow for the representatives to consider and act
8 upon legislation before the in-person meeting, identifying items with
9 overwhelming support. The in-person meeting would then focus on those items
10 that representatives felt deserve detailed consideration.

FINANCIAL IMPACT

11 This enactment would have no substantial financial impact on RI.

13 Based on averages from the 2013 and 2016 Councils, of the enactments
14 considered, 13 percent (18) were adopted by more than 80 percent of votes cast.
15 A 13 percent reduction in enactments would not reduce the number of days of the
16 meeting, nor reduce travel and hotel accommodations for representatives and
17 other attendees.

19 However, the in-person meeting could be shortened if there were at least 20
20 percent fewer items of legislation. For example, if the meeting were one day
21 shorter, savings are estimated at US\$300,000 due to lower expenses for hotel,
22 meals, and equipment. Expenses for implementing a pre-vote would be minimal
23 if the voting forum for the Council on Resolutions is utilized.

25 Additional per capita dues for the Council on Legislation are determined by the
26 Board sufficient to pay for the projected expenses of the next scheduled Council
27 on Legislation and Council on Resolutions. The additional per capita dues were
28 US\$1.50 for 2017-2018 and are US\$1.00 for 2018-2019. Future additional per
29 capita dues would be adjusted by an amount equivalent to changes in expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

Compromise Legislation

PROPOSED ENACTMENT 19-104

To amend the process for selecting representatives to attend a Council on Legislation

Proposer(s): Board of Directors of RI
District 6040, USA
District 6080, USA

Endorsed by: District 6040 through an annual district conference, Kansas City, Missouri, USA, 28 October 2017
District 6080 through an annual district conference, Lake Ozark, Missouri, USA, 28-29 October 2017

*To amend the **BYLAWS** of Rotary International as follows (pages 34-37 MOP)*

Article 9 Members of the Council on Legislation and Council on Resolutions

9.010. Members of the Council on Legislation and Council on Resolutions.

The council on legislation and the council on resolutions shall be composed of the following voting and non-voting members:

9.010.1. Representatives.

There shall be one representative elected by the clubs of each district as provided in sections 9.040., 9.060., 9.070., and 9.080. Each non-districted club shall designate a convenient district whose representative shall represent the club. For purposes of determining attendance at a meeting of the council on legislation, each district shall be paired with another district in a manner determined by the board. Of the two representatives from the paired districts, only one representative shall attend a meeting of the council on legislation. The paired districts shall alternate sending representatives to meetings of the council on legislation in a manner determined by the board. The representative attending the council on legislation shall be a voting member. All representatives shall participate in the council on resolutions.

9.020. Qualifications of Voting Members of the Councils.

9.020.3. Qualifications.

To qualify for service at a council, a representative must be informed of the qualifications and submit to the general secretary a signed statement that the Rotarian understands the qualifications, duties, and responsibilities of a representative; is qualified, willing, and able to assume and perform faithfully such duties and responsibilities; ~~and~~ shall attend the meeting of the council on

1 legislation for its full duration when assigned to attend a meeting; and shall
2 actively participate in the council on resolutions.

3
4 **9.030. Duties of District Representatives to the Councils.**

5 It shall be the duty of a representative to:

- 6 (a) assist clubs in preparing their proposals for each council;
- 7 (b) discuss proposed legislation and resolutions at the district conference
8 and/or other district meetings;
- 9 (c) be knowledgeable of the existing attitudes of Rotarians within the district
10 and share such knowledge with the representative from the paired district;
- 11 (d) give critical consideration to all legislation and proposed resolutions
12 presented to the councils ~~and effectively communicate those views to the~~
13 ~~councils~~;
- 14 (e) act as an objective legislator of RI;
- 15 (f) in the year designated for such representative to attend the council on
16 legislation, attend the meeting of the council on legislation for its full
17 duration;
- 18 (g) participate in the councils ~~on resolutions~~;
- 19 (h) report on the deliberations of the councils to the clubs of the district
20 following the meetings of the councils; and
- 21 (i) be accessible to clubs in the district to assist in their preparation of
22 proposals for future councils.

23
24 **9.040. Terms of Representatives.**

25 The term of each representative shall begin on 1 July in the year following the
26 year in which they are to be selected. Each representative shall serve for ~~three~~ six
27 years or until a successor has been selected and certified.

28
29 **9.060. Selection of Representatives by Nominating Committee Procedure.**

30
31 **9.060.1. Selection.**

32 The representative and the alternate representative should be selected by a
33 nominating committee procedure. The nominating committee procedure,
34 including any challenges and a resulting election, shall be conducted and
35 completed every six years in the year ~~two years preceding the council on~~
36 ~~legislation in which the incumbent representative's term ends~~. The nominating
37 committee procedure shall be based on the nominating committee procedure for
38 district governors set forth in section 14.020. to the extent it is not in conflict with
39 this section. A candidate for representative shall not be eligible to serve on the
40 committee.

41
42 **9.070. Election of Representatives at the District Conference.**

43
44 **9.070.1. Election.**

45 If the district chooses not to utilize the nominating committee procedure, the
46 representative and the alternate representative may be elected at the annual
47 conference of the district or, in the case of a district in RIBI, at the district

1 council. The election shall take place every six years in the year ~~two years~~
2 ~~preceding the council on legislation or, in the case of a district in RIBI, at the~~
3 ~~meeting of the district council after 1 October in the year two years preceding the~~
4 ~~council on legislation in which the incumbent representative's term ends.~~

5
6 Interim Provision Relating to Article 9.

7 Amendments to Article 9 adopted at the 2019 Council on Legislation pursuant to
8 Council Enactment 19-104 shall be implemented by the board in a manner it
9 deems appropriate.

(End of Text)

PURPOSE AND EFFECT

10 One concern about the Council in its current format is that it is too large to allow
11 many representatives to participate, thus inhibiting debate and in-depth
12 questions. In this proposed enactment, each district would still choose its own
13 representative. Each representative would have a six-year term, as opposed to
14 the current three-year term. And the paired districts would then alternate
15 sending their representative to the Council on Legislation. (This would result in
16 each representative attending a Council.) All representatives would continue to
17 participate in the Council on Resolutions.

FINANCIAL IMPACT

18 This enactment would result in a decrease in expenses estimated at US\$1 million.

19
20 The expenses for the triennial Council on Legislation in fiscal year 2016 were
21 US\$3.3 million, which included approximately US\$1.8 million for 535
22 representatives to travel to the meeting.

23
24 If each district paired with another district and one representative attended the
25 Council on Legislation on behalf of both districts, there would be 268 fewer
26 representatives in attendance. Estimated cost savings of US\$1 million would be
27 realized as follows:

- 28 • US\$900,000 related to airfare, hotel and meals
- 29 • US\$100,000 related to venue, interpretation equipment, transportation,
30 printing, and other miscellaneous expenses

31
32 Additional per capita dues for the Council on Legislation are determined by the
33 Board sufficient to pay for the projected expenses of the next scheduled Council
34 on Legislation and Council on Resolutions. The additional per capita dues for
35 2017-2018 were US\$1.50 and are US\$1.00 for 2018-2019. Future additional per
36 capita dues would be adjusted by an amount equivalent to changes in expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-105

To provide for a biennial Council on Legislation

Proposer(s): Board of Directors of RI

*To amend the **CONSTITUTION** of Rotary International as follows (pages 14 MOP)*

Article 10 Council on Legislation

Section 2 — Time and Place. The council on legislation shall convene ~~triennially~~ biennially in March, April, May, or June, but preferably in April. The board will determine the date and place of the meeting, provided that, except for compelling financial or other reasons as determined by a two-thirds vote of the entire board, the meeting shall be held in the vicinity of the RI world headquarters.

*And to amend the **BYLAWS** of Rotary International as follows in article 9 (pages 34-36 MOP)*

Article 9 Members of the Council on Legislation and Council on Resolutions

9.010. Members of the Council on Legislation and Council on Resolutions. The council on legislation and the council on resolutions shall be composed of the following voting and non-voting members:

9.010.2. Chair, Vice-Chair, and Parliamentarian.

A chair, vice-chair, and parliamentarian of the councils shall be selected by the incoming president in the year immediately prior to the council on legislation and shall serve for ~~three~~ two years or until a successor has been selected. The chair and vice-chair shall be non-voting members except that, when presiding, either may cast the deciding vote in the case of a tie vote.

9.040. Terms of Representatives.

The term of each representative shall begin on 1 July in the year following the year in which they are to be selected. Each representative shall serve for ~~three~~ four years or until a successor has been selected and certified.

9.060. Selection of Representatives by Nominating Committee Procedure.

9.060.1. Selection.

The representative and the alternate representative should be selected by a nominating committee procedure. The nominating committee procedure,

1 including any challenges and a resulting election, shall be conducted and
2 completed every four years in the year two years preceding ~~the~~ every second
3 council on legislation. The nominating committee procedure shall be based on
4 the nominating committee procedure for district governors set forth in section
5 14.020. to the extent it is not in conflict with this section. A candidate for
6 representative shall not be eligible to serve on the committee.

7
8 **9.070. Election of Representatives at the District Conference.**

9
10 **9.070.1. Election.**

11 If the district chooses not to utilize the nominating committee procedure, the
12 representative and the alternate representative may be elected at the annual
13 conference of the district or, in the case of a district in RIBI, at the district
14 council. The election shall take place every four years in the year two years
15 preceding ~~the~~ every second council on legislation or, in the case of a district in
16 RIBI, at the meeting of the district council after 1 October in the year two years
17 preceding the council on legislation.

18
19 *and in article 17 (page 73 MOP)*

20
21 **Article 17 Committees**

22
23 **17.010. Number and Term.**

24 The board shall establish standing committees on communications, constitution
25 and bylaws, conventions, districting, election review, finance, and Rotaract and
26 Interact, as well as such other committees as it from time to time may determine
27 is in the best interests of RI. The numbers and terms of office for the standing
28 committees shall be as follows: (1) communications – consist of six members, two
29 of whom shall be appointed each year for terms of three years; (2) constitution
30 and bylaws – consist of ~~three~~ four members, one of whom shall be appointed each
31 year for a term of ~~three~~ four years, ~~except in the year of the council on legislation,~~
32 ~~when there shall be four members, with the most recent past member serving a~~
33 ~~fourth year on the committee;~~ (3) conventions – consist of six members, one of
34 whom shall be chair of the host organization for the annual convention; (4)
35 districting – consist of three members, one of whom shall be appointed annually
36 from the board for a term of three years; (5) election review – consist of six
37 members, each of whom shall serve a term of three years, with two members
38 appointed each year; (6) finance – consist of eight members, six of whom shall
39 serve a term of three years with two members appointed each year, and the RI
40 treasurer and one member of the board appointed by the board, each of whom
41 shall serve a term of one year as a non-voting member; and (7) Rotaract and
42 Interact – consist of six members, each of whom shall serve a term of three years,
43 with two members appointed each year, plus a minimum of three Rotaract
44 members. The number of members on the committees and the terms of
45 membership, except for the standing committees, shall be as determined by the
46 board, subject to the provision of section 17.050. below. The board shall
47 prescribe the duties and authority of all committees and, except for the standing
48 committees, provide for continuity of committee members from year to year.

1 Interim Provision.
2 Amendments adopted at the 2019 Council on Legislation pursuant to Council
3 Enactment 19-105 shall take effect on 1 July 2022.

(End of Text)

PURPOSE AND EFFECT

4 This enactment proposes that the Council on Legislation take place every two
5 years rather than every three years. The purpose is to allow for a more nimble
6 Council, that can more quickly respond to changes in Rotary. This item is being
7 proposed together with item 19-104 pairing districts, with the intention that only
8 half of the representatives will make up the voting members of each Council on
9 Legislation meeting. This proposal would have no impact on the annual Council
10 on Resolutions.

FINANCIAL IMPACT

11 This enactment would result in a net increase in expenses for RI estimated at
12 US\$2.4 million.

13
14 Currently, the Council on Legislation meets every three years, so there are two
15 Council on Legislation meetings in a six-year period at US\$3.3 million per
16 meeting based on 2016 expenses.

17
18 If the Council on Legislation were held every two years:

- 19
20 • There would be three meetings in the same six-year period
21
22 • Each meeting would be expected to be one day shorter with an estimated
23 saving of US\$300,000 per meeting, if there are fewer items of legislation
24 to consider at each meeting
25

26 Over a six-year period, there would be three meetings at US\$3 million each
27 (US\$9 million total) versus two meetings at US\$3.3 million each (US\$6.6 million
28 in total) under the current plan, resulting in an increase in expenses of US\$2.4
29 million. Furthermore, an additional meeting would require an increase in staff
30 resources to prepare for and support the additional meeting.

31
32 It is important to note that, if Enactment 19-104 is approved along with this item,
33 expenses are estimated to decrease by US\$600,000 over a six-year period.

34
35 Enactment 19-104 proposes that districts be paired and send one representative
36 to the Council on Legislation to represent the paired districts.

Pairing districts would reduce the number of representatives at each meeting by half with an estimated saving of US\$1 million per meeting.

With paired districts, and meeting length reduced by one day, over a six-year period, there would be three meetings at US\$2 million each (US\$6 million total) versus two meetings at US\$3.3 million each (US\$6.6 million in total) under the current plan, decreasing expenses by US\$600,000.

Additional per capita dues for the Council on Legislation are determined by the RI Board sufficient to pay for the projected expenses of the next scheduled Council on Legislation and Council on Resolutions. The additional per capita dues were US\$1.50 for 2017-2018 and are US\$1.00 for 2018-2019. Future additional per capita dues would be adjusted by an amount equivalent to changes in expenses.

VOTE TOTALS

_____ yes

_____no

RESULT

☐ Adopted☐ Referred to Board☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-106

To provide for an annual electronic Council on Legislation

Proposer(s): Rotary Club of Parys, District 9370, Lesotho and South Africa

Endorsed by: District 9370 through a ballot-by-mail, November-December 2017

1 *To amend the **CONSTITUTION** of Rotary International as follows*

2
3 *in article 10 (pages 14-15 MOP)*

4 **Article 10 Council on Legislation**

5
6
7 **Section 2 — Time and Place.** ~~The council on legislation shall convene~~
8 ~~triennially in April, May, or June, but preferably in April. The board will~~
9 ~~determine the date and place of the meeting, provided that, except for~~
10 ~~compelling financial or other reasons as determined by a two-thirds vote of the~~
11 ~~entire board, the meeting shall be held in the vicinity of the RI world~~
12 ~~headquarters. There shall be a Council on Legislation conducted annually. The~~
13 Council on Legislation shall be convened through electronic communication.
14 The board will determine the time of meeting.

15
16 **Section 5 — Extraordinary Meeting to Adopt Legislation.** The board, by a 90
17 percent vote of the entire board, may determine that an emergency exists, such
18 that an extraordinary meeting of the council on legislation is required in order
19 to adopt legislation. The board will determine the time and place for such a
20 meeting and specify its purpose. Such a meeting may consider and act only
21 upon legislation proposed by the board related to the emergency for which the
22 meeting is called. Legislation to be considered at such meetings is not subject to
23 the submission deadlines and procedures specified elsewhere in the
24 constitutional documents of RI, except that those procedures shall be followed
25 to the extent that time permits. Any action of such a meeting of the council
26 shall be subject thereafter to action by the clubs as provided in section 3 of this
27 article.

28
29 *and in article 16 (page 15 MOP)*

30 **Article 16 Amendments**

31 **Section 1 — Circumstances.** This constitution may be amended only by a two-
32 thirds vote of those present and voting in the council on legislation.
33

1 And to amend the **BYLAWS** of Rotary International as follows
2
3 in article 7 (pages 29-32 MOP)

4
5 **Article 7 Council on Legislation**
6

7 **7.010. Types of Legislation.**

8 Legislation to be considered by the council on legislation shall be limited to
9 proposed enactments, proposed resolutions, and proposed position statements.
10 Legislation seeking to amend the constitutional documents shall be known as
11 proposed enactments. Proposals that are expressions of opinion of the Council
12 on Legislation shall be known as resolutions. Legislation seeking to state a
13 position of RI shall be known as proposed position statements.
14

15 **7.020. Who May Propose Legislation.**

16 Proposed resolutions and enactments may be proposed by a club, a district
17 conference, the general council or conference of RIBI, the council on legislation,
18 and the board. Proposed position statements may only be proposed by the board.
19 The board shall not propose legislation relating to The Rotary Foundation
20 without the prior agreement of the trustees.
21

22 **7.030. District Endorsement of Club Legislation.**

23 Proposed enactments and/or resolutions from a club must be endorsed by the
24 clubs of the district at a district conference, a district legislation meeting or RIBI
25 district council. Where time does not allow proposed enactments and/or
26 resolutions to be submitted to the district conference, a district legislation
27 meeting or RIBI district council, the proposed enactments and/or resolutions
28 may be submitted to the clubs of the district through a ballot-by-mail conducted
29 by the governor. Such ballot-by-mail shall follow the procedures in section
30 14.040. as closely as possible. A proposed enactment or resolution delivered to
31 the general secretary shall be accompanied by a certificate from the governor
32 stating that it has been considered by the district conference, a district legislation
33 meeting, RIBI district council, or in a ballot-by-mail and has been endorsed. No
34 district should propose or endorse more than a total of five proposed enactments
35 or resolutions per council on legislation.
36

37 **7.035. Deadline for Proposed Enactments, Resolutions, and Position**
38 **Statements.**

39 Proposed enactments and resolutions shall be delivered to the general secretary
40 in writing no later than ~~31 December~~ 30 June in the year preceding the council.
41 ~~The board may propose and deliver to the general secretary enactments it~~
42 ~~determines to be of an urgent nature no later than 31 December in the year of the~~
43 ~~council on legislation.~~ Position statements also may be offered by the board and
44 acted upon by the council on legislation at any time prior to the ~~adjournment of~~
45 the council on legislation.

1 **7.037. Duly Proposed Enactments; Defective Proposed Enactments and**
2 **Position Statements.**

3
4 **7.037.4. Duly Proposed Resolutions.**

5 A proposed resolution is duly proposed if:

6 (a) it is delivered to the general secretary under the deadlines contained in
7 section 7.035. of the bylaws;

8 (b) it complies with the requirements of section 7.020. of the bylaws regarding
9 who may propose a resolution;

10 (c) when it is proposed by a club, the requirements of section 7.030. of the
11 bylaws regarding district endorsement have been met.

12
13 **7.037.5. Defective Resolutions.**

14 A proposed resolution is defective if:

15 (a) it would require an action, or express an opinion, that is in conflict with the
16 letter or spirit of the constitutional documents;

17 (b) it is not within the framework of the program of RI.
18

19 **7.050. Board Examination of Proposed Legislation.**

20
21 **7.050.3. ~~Amendments to the Council and Transmittal of Legislation.~~**

22 ~~All amendments to legislation must be submitted by the proposers to the general~~
23 ~~secretary not later than 31 March of the year preceding the council on legislation~~
24 ~~unless the deadline is extended by the board (the constitution and bylaws~~
25 ~~committee acting on its behalf). Subject to the provisions of section 7.050.2., the~~
26 ~~general secretary shall transmit to the council on legislation all duly proposed~~
27 ~~legislation, including all timely amendments.~~
28

29 **7.050.4. Publication of Proposed Legislation.**

30 The general secretary will provide a copy of all duly proposed legislation together
31 with the proposer's statement of purpose and effect, as reviewed and approved by
32 the constitution and bylaws committee, to each governor, to all members of the
33 council on legislation, and to the secretary of any club that requests it, no later
34 than 30 September in the year the council on legislation shall be convened. The
35 proposed legislation also will be made available via Rotary's website.
36

37 **7.050.5. Council Consideration of Legislation.**

38 The council on legislation shall consider and ~~aet~~ vote upon such duly proposed
39 legislation ~~and any proffered amendments.~~ Each voting member shall be entitled
40 to cast one vote on each question submitted to vote.
41

42 **7.050.6. Adoption of Legislation.**

43 Legislation, other than changes to the RI Constitution, which require a two-thirds
44 majority of those voting, may be adopted by an affirmative vote of at least the
45 majority of those voting.

1 **7.060. Consideration of Emergency Legislation.**

2 The board, by a two-thirds vote of the entire board, may declare that an
3 emergency exists and authorize consideration of legislation as follows:

4
5 ~~7.060.2. Adoption of Legislation.~~

6 ~~A two-thirds affirmative vote of those present and voting shall be required for the~~
7 ~~adoption of legislation by the council in an emergency under these provisions.~~

8
9 *and in article 8 (pages 32-33 MOP)*

10
11 **Article 8 Council on Resolutions**

12
13 ~~8.010. Meeting of the Council on Resolutions.~~

14 ~~There shall be a council on resolutions conducted annually. The council on~~
15 ~~resolutions shall be convened through electronic communications.~~

16
17 ~~8.020. Resolutions.~~

18 ~~Proposals that are expressions of opinions of the council on resolutions shall be~~
19 ~~known as resolutions.~~

20
21 ~~8.030. Who May Propose Resolutions.~~

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

24
25 ~~8.040. District Endorsement of Club Resolutions.~~

26 ~~Proposed resolutions from a club must be endorsed by the clubs of the district at~~
27 ~~a district conference, a district legislation meeting or RIBI district council. A~~
28 ~~proposed resolution delivered to the general secretary shall be accompanied by a~~
29 ~~certificate from the governor stating that it has been considered by the district~~
30 ~~conference, a district legislation meeting, RIBI district council, or in a ballot by~~
31 ~~mail and has been endorsed.~~

32
33 ~~8.050. Deadline for Proposed Resolutions.~~

34 ~~Proposed resolutions shall be delivered to the general secretary in writing no later~~
35 ~~than 30 June in the year prior to the year in which they are to be considered by~~
36 ~~the council on resolutions. Resolutions also may be offered by the board and~~
37 ~~acted upon by the council on resolutions at any time prior to the adjournment of~~
38 ~~the council.~~

39
40 ~~8.060. Duly Proposed Resolutions; Defective Proposed Resolutions.~~

41
42 ~~8.060.1. Duly Proposed Resolutions.~~

43 ~~A proposed resolution is duly proposed if:~~

44 ~~(a) it is delivered to the general secretary under the deadlines contained in~~
45 ~~section 8.050. of the bylaws;~~

46 ~~(b) it complies with the requirements of section 8.030. of the bylaws regarding~~
47 ~~who may propose a resolution; and~~

1 ~~(c) when it is proposed by a club, the requirements of section 8.040. of the~~
2 ~~bylaws regarding district endorsement have been met.~~

3
4 ~~8.060.2. Defective Resolution.~~

5 ~~A proposed resolution is defective if:~~

6 ~~(a) it would require an action, or express an opinion, that is in conflict with the~~
7 ~~letter or spirit of the constitutional documents; or~~

8 ~~(b) it is not within the framework of the program of RI.~~

9
10 ~~8.070. Review of Proposed Resolutions.~~

11 ~~The constitution and bylaws committee shall review all proposed resolutions~~
12 ~~submitted to the general secretary for transmittal to the council on resolutions~~
13 ~~and may recommend to the board whether:~~

14
15 ~~8.070.1. a proposed resolution is duly proposed; and~~

16
17 ~~8.070.2. the general secretary not transmit to the council on resolutions proposed~~
18 ~~resolutions determined by the committee to be defective.~~

19
20 ~~8.080. Board Examination of Proposed Resolutions.~~

21 ~~The board (by the constitution and bylaws committee acting on its behalf) shall~~
22 ~~examine the text of all proposed resolutions and shall advise the proposers of any~~
23 ~~defects in the proposed resolutions.~~

24
25 ~~8.080.1. Resolutions Not Transmitted to the Council.~~

26 ~~Where the board, on the advice of the constitution and bylaws committee,~~
27 ~~determines that proposed resolutions are not duly proposed or defective, the~~
28 ~~board shall direct that the proposed resolutions not be transmitted to the council~~
29 ~~for consideration. In the event of any such action by the board, the proposer shall~~
30 ~~thereupon be notified by the general secretary.~~

31
32 ~~8.080.2. Council Consideration of Resolutions.~~

33 ~~The council on resolutions shall consider and act upon such duly proposed~~
34 ~~resolutions.~~

35
36 ~~8.080.3. Adoption of Resolutions.~~

37 ~~Resolutions may be adopted by the affirmative vote of at least a majority of those~~
38 ~~voting at the council on resolutions.~~

39
40 ~~and in article 9 (pages 34-41 MOP)~~

41
42 ~~**Article 9 Article 8 Members of the Council on Legislation and Council**~~
43 ~~**on Resolutions**~~

44
45 ~~**9.010. 8.010.** Members of the Council on Legislation and Council on~~
46 ~~Resolutions.~~

1 The council on legislation and the council on resolutions shall be composed of the
2 following voting and non-voting members:

3
4 ~~9.010.1.~~ 8.010.1. *Representatives.*

5 There shall be one representative elected by the clubs of each district as provided
6 in sections ~~9.060., 9.070., and 9.080.~~ 8.060., 8.070., and 8.080. Each non-
7 districted club shall designate a convenient district whose representative shall
8 represent the club. The representative shall be a voting member.

9
10 ~~9.010.2.~~ *Chair, Vice-Chair, and Parliamentarian.*

11 A chair, vice-chair, and parliamentarian of the councils shall be selected by the
12 incoming president in the year immediately prior to the council on legislation and
13 shall serve for three years or until a successor has been selected. The chair and
14 vice-chair shall be non-voting members except that, when presiding, either may
15 cast the deciding vote in the case of a tie vote.

16
17 ~~9.010.3.~~ *Constitution and Bylaws Committee.*

18 The members of the constitution and bylaws committee of RI shall be non-voting
19 members of the councils and shall serve on the council operations committee.
20 They shall have the duties and responsibilities as provided in subsections ~~9.140.1.~~
21 ~~and 9.140.2.~~

22
23 ~~9.010.4.~~ *President, President-elect, Directors, and General Secretary.*

24 The president, president-elect, other members of the board, and general secretary
25 shall be non-voting members of the councils.

26
27 ~~9.010.5.~~ *Past Presidents.*

28 All past presidents of RI shall be non-voting members of the councils.

29
30 ~~9.010.6.~~ *Trustees.*

31 A trustee of The Rotary Foundation, elected by the trustees, shall be a non-voting
32 member of the councils.

33
34 ~~9.010.7.~~ *Members-at-Large.*

35 There may be as many as three members-at-large who shall be non-voting
36 members of the councils on legislation if appointed by the president. Such
37 members-at-large shall have the duties and responsibilities as hereinafter
38 provided in section ~~9.110.~~ and shall serve under the direction of the chair of the
39 council.

40
41 ~~9.020.~~ 8.020. *Qualifications of Voting Members of the Councils.*

42
43 ~~9.020.3.~~ 8.020.3. *Qualifications.*

44 To qualify for service at a council, a representative must be informed of the
45 qualifications and submit to the general secretary a signed statement that the
46 Rotarian understands the qualifications, duties, and responsibilities of a repre-
47 sentative; is qualified, willing, and able to assume and perform faithfully such

1 duties and responsibilities; and shall ~~attend the meeting of the council on~~
2 ~~legislation for its full duration and~~ actively participate in the council on
3 ~~resolutions~~ legislation.

4
5 **~~9.030.~~ 8.030. Duties of District Representatives to the Councils.**

6 It shall be the duty of a representative to:

- 7 (a) assist clubs in preparing their proposals for each council;
- 8 (b) discuss proposed legislation and resolutions at the district conference
- 9 and/or other district meetings;
- 10 (c) be knowledgeable of the existing attitudes of Rotarians within the district;
- 11 (d) give critical consideration to all legislation and proposed resolutions
- 12 presented to the councils and effectively communicate those views to the
- 13 councils;
- 14 (e) act as an objective legislator of RI;
- 15 ~~(f) attend the meeting of the council on legislation for its full duration;~~
- 16 ~~(g) (f) participate in the council on resolutions~~ legislation;
- 17 ~~(h) (g) report on the deliberations of the councils to the clubs of the district~~
- 18 following the meetings of the councils; and
- 19 ~~(i) (h) be accessible to clubs in the district to assist in their preparation of~~
- 20 proposals for future councils.

21
22 **~~9.050.~~ 8.050. Designation and Duties of Officers.**

23 The council officers shall consist of the chair, ~~vice chair, parliamentarian,~~ and
24 secretary.

25
26 **~~9.050.1.~~ 8.050.1. Chair.**

27 The chair shall be the presiding officer of the councils and shall have such other
28 duties as may be specified in the bylaws and in the applicable rules of procedure
29 and as generally pertain to such office.

30
31 **~~9.050.2.~~ Vice Chair.**

32 ~~The vice chair shall serve as presiding officer as the chair may determine or as~~
33 ~~circumstances may otherwise require. The vice chair shall also assist the chair as~~
34 ~~determined by the chair.~~

35
36 **~~9.050.3.~~ Parliamentarian.**

37 ~~The parliamentarian shall advise and counsel the chair and the councils on~~
38 ~~matters of parliamentary procedure.~~

39
40 **~~9.050.4.~~ 8.050.2. Secretary.**

41 The general secretary shall be the secretary of the councils or, with the approval
42 of the president, may appoint another person to serve as secretary.

43
44 **~~9.060.~~ 8.060. Selection of Representatives by Nominating Committee**
45 ***Procedure.***

~~9.060.1.~~ 8.060.1. Selection.

The representative and the alternate representative should be selected by a nominating committee procedure. The nominating committee procedure, including any challenges and a resulting election, shall be conducted and completed ~~in the year two years preceding the council on legislation~~ every three years. The nominating committee procedure shall be based on the nominating committee procedure for district governors set forth in section ~~14.020.~~ 13.020. to the extent it is not in conflict with this section. A candidate for representative shall not be eligible to serve on the committee.

~~9.070.~~ 8.070. Election of Representatives at the District Conference.

~~9.070.1.~~ 8.070.1. Election.

If the district chooses not to utilize the nominating committee procedure, the representative and the alternate representative may be elected at the annual conference of the district or, in the case of a district in RIBI, at the district council. The election shall take place in the year ~~two years~~ preceding the council on legislation or, in the case of a district in RIBI, at the meeting of the district council after 1 October ~~in the year two years preceding the council on legislation~~.

~~9.070.3.~~ 8.070.3. Selection of Representatives and Alternates.

The candidate receiving a majority of the votes cast shall be the representative to the council on legislation ~~and the council on resolutions~~. If there are only two candidates, the candidate failing to receive a majority of votes cast shall be the alternate representative, to serve only in the event the representative is unable to serve. When there are more than two candidates, the balloting shall be by single transferable ballot. At such point in the balloting by the single transferable ballot system that one candidate receives a majority of the votes cast, the candidate who has the second highest number of votes shall be the alternate representative. Each club shall designate one elector to cast all of its votes. All votes from a club with more than one vote shall be cast for the same candidate. For votes requiring or utilizing a single transferable ballot with three or more candidates, all votes from a club with more than one vote shall be cast for the same-ordered choices of candidates.

~~9.090.~~ Notice.

~~9.090.3.~~ Publication of Names of Chair, Vice-Chair, and Parliamentarian.

~~The names of the chair, vice chair, and parliamentarian shall be published by the general secretary to all clubs.~~

~~9.100.~~ Credentials Committee.

~~The president shall appoint a credentials committee which shall meet in advance of the council on legislation. The committee shall examine and certify credentials. Any action of the committee may be reviewed by the council on legislation.~~

1 **~~9.110.~~ *Members at Large.***

2 Immediately following the publication of the proposed legislation, the chair of the
3 council on legislation shall assign each member at large items of proposed
4 legislation. Each member at large shall study all proposed legislation so assigned
5 and be prepared to facilitate consideration of and inform the council on
6 legislation with respect to comments for or against adoption of the respective
7 items of legislation which have not been covered adequately in debate.
8

9 **~~9.120.~~ 8.080. *Quorum for the Councils.***

10 A quorum shall consist of one half of the voting members of each council. Each
11 voting member shall be entitled to cast one vote on each question submitted to
12 vote. There shall be no proxy voting in the councils.
13

14 **~~9.130.~~ *Procedures of the Councils.***

15
16 **~~9.130.1.~~ 8.090. *Rules of Procedure.***

17 Subject to section 9.140., each Each council on legislation may adopt such rules
18 of procedure as it deems necessary to govern the conduct of its deliberations.
19 Such rules shall be in harmony with the bylaws and shall remain in effect until
20 changed by a subsequent council on legislation. ~~Each council on resolutions shall~~
21 ~~be conducted according to rules of procedure adopted by the council operations~~
22 ~~committee.~~
23

24 **~~9.130.2.~~ *Appeal.***

25 An appeal may be made to the council on legislation from any decision of the
26 chair. ~~A majority vote of the council on legislation shall be required to overrule~~
27 ~~the decision of the chair.~~
28

29 **~~9.140.~~ *Council Operations Committee; Duties of the Constitution and Bylaws***
30 **~~Committee.~~**

31 There shall be a council operations committee composed of the chair, the vice-
32 chair, and the members of the constitution and bylaws committee. The chair of
33 the council shall be the chair of the council operations committee.
34

35 **~~9.140.1.~~ *Duties of the Council Operations Committee.***

36 The council operations committee shall recommend rules of procedure and the
37 order of consideration for proposed legislation for the council on legislation and
38 shall adopt rules of procedure and the order of consideration for the council on
39 resolutions. The committee shall also draft and revise for the council on
40 legislation, where feasible, amendments to correct defects identified by the
41 committee or council in any proposed legislation or amendments thereof. The
42 committee shall further make correlative amendments to the bylaws and the
43 standard club constitution to give full effect to enactments adopted by the council
44 and prepare the report to the council on legislation which shall note any
45 correlative amendments.

~~9.140.2.~~ **8.100.** *Further Duties of the Members of the Constitution and Bylaws Committee.*

The constitution and bylaws committee shall review and approve the purpose and effect statements for all legislation prior to publication. Immediately following the publication of the proposed legislation, the chair of the council shall assign each member of the constitution and bylaws committee items of proposed legislation. Each constitution and bylaws committee member shall study all proposed legislation so assigned and be prepared to inform the council on legislation with respect to the purpose, background, and effect of the respective items of legislation and of any defects in such items. The committee shall further make correlative amendments to the bylaws and the standard club constitution to give full effect to enactments adopted by the council and prepare the report to the council on legislation, which shall note any correlative amendments.

~~9.150.~~ **8.110.** *Action of the Councils.*

~~9.150.1.~~ *Report of the Chair.*

~~The chair shall transmit to the general secretary a comprehensive report of action by the council on legislation and council on resolutions within ten days following adjournment of the council.~~

~~9.150.2.~~ **8.110.1.** *Report of the General Secretary.*

The general secretary shall transmit to the secretary of each club a report of action by the council on legislation ~~or council on resolutions~~ on all legislation or resolutions adopted by the councils within two months of the adjournment of each council. The report shall be accompanied by a form for use by any club desiring to record its opposition to legislation adopted by the council on legislation.

(Subsequent subsections will be renumbered as appropriate)

~~9.160.~~ *Site Selection.*

~~Pursuant to article 10, section 2 of the RI constitution, the board shall make every effort to ensure that no Rotarian will be excluded solely on the basis of national citizenship when selecting a site for the council on legislation.~~

~~9.170.~~ **8.120.** *Extraordinary Meeting of the Council.*

~~9.170.2.~~ **8.120.2.** *Adoption of Enactments.*

~~A two-thirds affirmative vote of those present and voting shall be required for the adoption of legislation at an extraordinary meeting of the council on legislation.~~

and in article 16 (page 68 MOP)

Article 16 15 Districts

~~16.050.~~ **15.050.** *Conference and District Legislation Meeting Voting.*

~~16.050.2.~~ 15.050.2. *Conference and District Legislation Meeting Voting Procedures.*

Every member in good standing of a club in a district present at the district conference or a district legislation meeting shall be entitled to vote on all matters submitted to a vote at such conference or district legislation meeting except for the selection of a governor-nominee, election of a member and alternate member of the nominating committee for director, composition and terms of reference of the nominating committee for governor, election of the club representative and alternate representative of the district to the council on legislation ~~and council on resolutions~~, and the decision as to the amount of the per capita levy. However, any elector shall have the right to demand a poll upon any matter presented to the conference or district legislation meeting. In such cases, voting shall be restricted to electors. When voting on the selection of the governor-nominee, election of a member and alternate member of the nominating committee for director, composition and terms of reference of the nominating committee for governor, or election of the club representative and alternate representative of the district to the council on legislation ~~and council on resolutions~~, all votes from a club with more than one vote shall be cast for the same candidate or proposition. For votes requiring or utilizing a single transferable ballot with three or more candidates, all votes from a club with more than one vote shall be cast for the same ordered choices of candidates.

and in article 17 (page 73 MOP)

Article ~~17~~ 16 Committees

~~17.010.~~ 16.010. *Number and Term.*

The board shall establish standing committees on communications, constitution and bylaws, conventions, districting, election review, finance, and Rotaract and Interact, as well as such other committees as it from time to time may determine is in the best interests of RI. The numbers and terms of office for the standing committees shall be as follows: (1) communications – consist of six members, two of whom shall be appointed each year for terms of three years; (2) constitution and bylaws – consist of three members, one of whom shall be appointed each year for a term of three years, ~~except in the year of the council on legislation, when there shall be four members, with the most recent past member serving a fourth year on the committee~~; (3) conventions – consist of six members, one of whom shall be chair of the host organization for the annual convention; (4) districting consist of three members, one of whom shall be appointed annually from the board for a term of three years; (5) election review – consist of six members, each of whom shall serve a term of three years, with two members appointed each year; (6) finance – consist of eight members, six of whom shall serve a term of three years with two members appointed each year, and the RI treasurer and one member of the board appointed by the board, each of whom shall serve a term of one year as a non-voting member; and (7) Rotaract and Interact – consist of six members, each of whom shall serve a term of three years, with two members appointed each year, plus a minimum of three Rotaract members. The number of members on the committees and the terms of membership, except for the

standing committees, shall be as determined by the board, subject to the provision of section 17.050. below. The board shall prescribe the duties and authority of all committees and, except for the standing committees, provide for continuity of committee members from year to year.

and in article 18 (pages 76-79 MOP)

Article ~~18~~ 17 Fiscal Matters

~~18.030.~~ 17.030. Dues.

~~18.030.2.~~ Additional Dues.

Each club shall pay each year to RI for each of its members additional per capita dues of US\$1.00 or such other amount, as determined by the board, sufficient to pay for the projected expenses of the next scheduled council on legislation and council on resolutions. There shall be no minimum amount payable to RI by any club. In the event an extraordinary meeting of the council on legislation is convened, additional per capita dues to pay for its expenses shall be paid as soon as practicable following the meeting. Such additional dues shall be held as a separate fund restricted to provide for the expenses of representatives in attending the council, as well as other administrative expenses of the council, in a manner to be determined by the board. The board shall furnish the clubs an accounting of receipts and expenditures.

(Subsequent subsections will be renumbered as appropriate)

~~18.050.~~ 17.050. Budget.

~~18.050.6.~~ 17.050.6. Expenditures in Excess of Anticipated Revenue; General Surplus Fund.

Notwithstanding the provisions of section ~~18.050.4.~~ 17.050.4., if at any time the general surplus fund is greater than 85 percent of the highest level of annual expenses during the most recent three-year period, excluding expenditures funded from the general surplus fund and the self-financing expenditures on the annual convention and the council on legislation, the board, by a three-quarters vote, may authorize the expenditure of amounts in excess of anticipated revenues, provided, however, that such expenditure would not cause the general surplus fund to decrease below 100 percent of such 85 percent level. Full details of the excess expenditure and the circumstances leading thereto shall be reported by the president to all officers of RI within 60 days and to the next convention.

~~18.060.~~ 17.060. Five-Year Financial Forecast.

~~18.060.3.~~ Year of Forecast Coincides with Council on Legislation.

The first year of the five year financial forecast shall coincide with the year during which the council on legislation convenes.

(Subsequent subsections will be renumbered as appropriate)

1 ~~18.080.~~ **17.080. Report.**

2 The general secretary shall publish the audited annual report of RI no later than
3 the end of December following the fiscal year end. Such report shall, by
4 individual office, clearly show all reimbursed expenses paid to, and all payments
5 made on behalf of, the president, president-elect, president-nominee and each of
6 the directors. In addition such report shall clearly show all reimbursed expenses
7 paid to, and all payments made on behalf of, the office of the president. The
8 report shall further contain the expenditures of the board, the annual convention,
9 and each major division of the administration and the operations of the
10 secretariat, and be accompanied by a statement comparing each of these items
11 with the budget adopted in accordance with subsection ~~18.050.1.~~ 17.050.1. and, if
12 necessary, as revised in accordance with subsection ~~18.050.2.~~ 17.050.2. The
13 report shall contain full details of any expenditures that vary from the approved
14 budget by more than 10 percent in each category. The report shall be distributed
15 to each current and past officer of RI and members of the council on legislation
16 and shall be made available to any club upon request. ~~The report for the year~~
17 ~~immediately preceding a council on legislation shall be mailed by the general~~
18 ~~secretary to all members of that council at least 30 days prior to the opening of~~
19 ~~that council.~~

20
21 *and in article 26 (page 84 MOP)*

22
23 **Article ~~26~~ 25 Amendments**

24 The bylaws may be amended only by a majority vote of those ~~present and~~ voting
25 at the council on legislation, except as provided for an extraordinary meeting of
26 the council on legislation in section 7.060.

27
28 Interim Provision.

29 Amendments adopted at the 2019 Council on Legislation pursuant to Council
30 Enactment 19-106 shall be implemented by the board in a manner it deems
31 appropriate.

(End of Text)

PURPOSE AND EFFECT

32 The purpose of this enactment is to remove the face-to-face Council on
33 Legislation meeting held triennially. The effect is to have an annual online vote
34 on changes in Rotary by district representatives.

35
36 **Benefits:** Speed up the ability to make changes. This may significantly reduce
37 costs with a view to eliminating the annual Council on Legislation levy.

38
39 Amendments to enactments or resolutions would not be allowed once submitted
40 as there would be insufficient time to process them in an annual cycle. However,
41 they could be resubmitted the following year.

1 How could it work?

2
3 **Pre-meeting discussion:** Council representatives could post views prior to the
4 meeting using either the Council on Resolutions' developed software or the
5 discussion groups on My Rotary. The benefit of the latter would be that views
6 from the wider Rotarian community could be gained.

7
8 **Meeting:** The meeting may be held either a) via Facebook live stream from a
9 private Facebook group of attendees only, or b) by webinar. There are 539
10 districts.

- 11
12 • Using Facebook Live, comments on each item could be posted online in
13 real time as the enactment is read out.
- 14
15 • Webinars nowadays allow up to 1,000 participants. The Council chair
16 would present each resolution, enactment, or position statement.
17 Attendees could indicate they want to comment. The Council chair would
18 unmute them. The Council representative would then state his or her
19 view.

20
21 With either method, the meeting could be divided into multiple sessions to allow
22 participants breaks.

23
24 **Voting software:** Either the RI-developed system for the Council on
25 Resolutions or responseware.eu, which RIBI used for their 2018 Annual Business
26 Meeting. Those RIBI clubs not represented in the room voted online. Other
27 similar software is available.

FINANCIAL IMPACT

28 This enactment would result in a decrease in expenses for RI.

29
30 The expenses for the triennial Council on Legislation in fiscal year 2016 were
31 US\$3.3 million. Eliminating the in-person Council on Legislation meeting and
32 conducting it electronically would eliminate travel and equipment hire for the in-
33 person event, and staff on-site support.

34
35 Based on the 2016 Council on Legislation, expenses would decrease by
36 approximately US\$2.6 million due to airfare, hotel, meals, transportation,
37 equipment, interpretation and staff costs for meeting planning and on-site
38 support being eliminated.

39
40 However, this decrease would be partially offset by expenses to conduct an
41 electronic Council on Legislation every year. Information technology costs would
42 be contingent on the requirements and format, particularly in relation to
43 potential facilitation of online comments or debate and their translation. This

1 functionality is not currently available for the Council on Resolutions online
2 platform and costs cannot be determined at this time. Additional staffing
3 resources could be required to support an annual event.
4
5 If the additional per capita dues for the Council on Legislation were eliminated,
6 Council expenses would be funded by RI per capita dues.
7
8 The RI Bylaws require a balanced budget. If RI per capita dues are required to
9 fund the Council, this could have an impact on operations and services provided
10 by RI that cannot be determined at this time.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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Erratum

PROPOSED ENACTMENT 19-107

To amend the process for selecting Council representatives

Proposer(s): Rotary Club of Central Blue Mountains, District 9685, Australia

Endorsed by: District 9685 through a ballot-by-mail, 4 December 2017

To amend the **BYLAWS** of Rotary International as follows (pages 34-38 MOP)

Article 9 Members of the Council on Legislation and Council on Resolutions

9.010. Members of the Council on Legislation and Council on Resolutions.

The council on legislation and the council on resolutions shall be composed of the following voting and non-voting members:

9.010.1. Representatives.

~~There shall be one representative elected by the clubs of each district as provided in sections 9.060., 9.070., and 9.080. Each non-districted club shall designate a convenient district whose representative shall represent the club. The representative shall be a voting member. There shall be six representatives elected in each zone as provided in sections 9.060., 9.070., and 9.080. The representatives shall be voting members.~~

9.020. Qualifications of Voting Members of the Councils.

9.020.2. Past Officer.

Each representative shall have served a full term as an officer of RI at the time of election. ~~However, upon certification by the governor, with the concurrence of the president of RI that no past officer is available in the district, a Rotarian who has served less than a full term as governor or the governor elect may be elected.~~

9.020.4. Not Eligible.

A non-voting member of a council or a full-time, salaried employee of RI, or of any zone, district, or any club(s) shall not be eligible to serve as a voting member of a council.

9.030. Duties of ~~District~~ Zone Representatives to the Councils.

It shall be the duty of a representative to:

- (a) assist clubs and districts in preparing their proposals for each council;
- (b) discuss proposed legislation and resolutions at ~~the~~ district conferences and/or other district and zone meetings;

- (c) be knowledgeable of the existing attitudes of Rotarians within the ~~district~~ zone;
- (d) give critical consideration to all legislation and proposed resolutions presented to the councils and effectively communicate those views to the councils;
- (e) act as an objective legislator of RI;
- (f) attend the meeting of the council on legislation for its full duration;
- (g) participate in the council on resolutions;
- (h) report on the deliberations of the councils to ~~the clubs of the district~~ and districts following the meetings of the councils; and
- (i) be accessible to clubs ~~in the district~~ and districts to assist in their preparation of proposals for future councils.

9.060. ~~Selection of Representatives~~ Nomination of a Candidate by Nominating Committee Procedure.

9.060.1. Selection.

~~A district may nominate only one candidate for representative. The representative and the alternate representative candidate~~ should be selected by a nominating committee procedure. The nominating committee procedure, including any challenges and a resulting election, shall be conducted and completed in the year two years preceding the council on legislation. The nominating committee procedure shall be based on the nominating committee procedure for district governors set forth in section 14.020. to the extent it is not in conflict with this section. A candidate for representative shall not be eligible to serve on the committee.

~~9.060.3. Representative and Alternate Unable to Serve.~~

~~Where neither the representative nor the alternate representative is able to serve, the governor may designate some other duly qualified member of a club in the district to be the representative to the councils.~~

9.070. ~~Election of Representatives at the District Conference.~~ Nomination of Candidate

9.070.1. ~~Election.~~ Nomination at the District Conference

If the district chooses not to utilize the nominating committee procedure, the ~~representative and the alternate representative candidate~~ may be elected nominated at the annual conference of the district or, in the case of a district in RIBI, at the district council. The ~~election~~ nomination shall take place in the year two years preceding the council on legislation or, in the case of a district in RIBI, at the meeting of the district council ~~after 1 October~~ in the year two years preceding the council on legislation.

9.070.2. Nominations.

Any club in a district may nominate a qualified member of any club in the district for ~~representative~~ candidate where such member has indicated a willingness and

1 ability to serve. The club shall certify such nomination in writing. Such
2 certification must include the signatures of the club president and secretary.
3 Such nomination shall be forwarded to the governor for presentation to the
4 electors of the clubs at the district conference.

5
6 ~~9.070.3. Selection of Representatives and Alternates.~~

7 ~~The candidate receiving a majority of the votes cast shall be the representative to~~
8 ~~the council on legislation and the council on resolutions. If there are only two~~
9 ~~candidates, the candidate failing to receive a majority of votes cast shall be the~~
10 ~~alternate representative, to serve only in the event the representative is unable to~~
11 ~~serve. When there are more than two candidates, the balloting shall be by single~~
12 ~~transferable ballot. At such point in the balloting by the single transferable ballot~~
13 ~~system that one candidate receives a majority of the votes cast, the candidate who~~
14 ~~has the second highest number of votes shall be the alternate representative.~~
15 ~~Each club shall designate one elector to cast all of its votes. All votes from a club~~
16 ~~with more than one vote shall be cast for the same candidate. For votes requiring~~
17 ~~or utilizing a single transferable ballot with three or more candidates, all votes~~
18 ~~from a club with more than one vote shall be cast for the same ordered choices of~~
19 ~~candidates.~~

20
21 ~~9.070.4.~~ 9.070.3. One Candidate for Representative.

22 No ballot shall be required where there is only one nominee in a district. In such
23 cases, the governor shall declare such nominee the ~~representative to the councils~~
24 candidate. The governor shall also appoint a qualified Rotarian who is a member
25 of a club in the district as the alternate ~~representative~~ candidate.

26
27 ~~9.070.5.~~ 9.070.4. Suggestions by Clubs for Representative Candidate.

28 In the event the club nominating the candidate is not the candidate's club, for the
29 nomination to be accepted, the candidate's club shall expressly agree in writing,
30 and such document should be signed by both the club's president and secretary.

31
32 ~~9.080.~~ 9.070.5. Election of Representatives Candidates Through Ballot-by-
33 Mail.

34
35 ~~9.080.1.~~ Board Authorization for Ballot by Mail.

36 In certain circumstances, the board may authorize a district to select the ~~repre-~~
37 sentative candidate and the alternate ~~representative to the councils~~ candidate in a
38 ballot-by-mail. In such case, the governor shall prepare and cause to be mailed to
39 the secretary of every club in the district an official call for nominations for ~~repre-~~
40 sentative candidate. All nominations must be made in writing and signed by the
41 president and the secretary of the club. The nominations must be received by the
42 governor on or before a date to be fixed by the governor. The governor shall
43 cause to be prepared and mailed to each club a ballot naming in alphabetical
44 order the qualified nominees so offered and shall conduct the ballot-by-mail.
45 Those candidates whose written requests for exclusion from the ballot are
46 received no later than the date fixed by the governor shall be excluded from such
47 ballot. Each club shall be entitled to at least one vote. Any club with a

1 membership of more than 25 shall be entitled to one additional vote for each
2 additional 25, or major fraction thereof, of its members. Such membership shall
3 be determined by the number of members in the club as of the date of the most
4 recent club invoice preceding the date on which the vote is to be held. However,
5 any club whose membership in RI has been suspended by the board shall not be
6 entitled to participate in the voting. The governor may appoint a committee for
7 the purpose of conducting the ballot-by-mail procedure as provided herein.
8

9 *9.080.2. Election Through Ballot by Mail.*

10 ~~A majority vote of electors present and voting at a district conference may vote to~~
11 ~~have the selection of the representative and the alternate representative to the~~
12 ~~councils pursuant to a ballot by mail. The ballot by mail shall be conducted in~~
13 ~~the month immediately following such annual district conference. Such ballot-~~
14 ~~by mail shall be conducted in accordance with the provisions set forth in~~
15 ~~subsection 9.080.1.~~
16

17 *9.080.3. Suggestions by Clubs for Representative.*

18 ~~In the event the club nominating the candidate is not the candidate's club, for the~~
19 ~~nomination to be accepted, the candidate's club shall expressly agree in writing,~~
20 ~~and such document should be signed by both the club's president and secretary.~~
21

22 ***9.080. Election of Representatives and Alternates.***

23
24 *9.080.1. Nominees for Election.*

25 Governors shall forward the names of their nominee to the zone's director 28
26 days before the date of the election. The director shall send the names to all past
27 and current RI officers that are members of a club within the zone,
28 at least 14 days before the election.
29

30 *9.080.2. Election at Rotary Institutes.*

31 If the zone meets at a single institute, the six zone representatives and the
32 alternate representatives will be elected by the past and current RI
33 officers present at the zone's annual Rotary institute. The election shall
34 take place at the zone's institute in the year two years preceding the council on
35 legislation. The six candidates receiving the most votes cast shall be the
36 representatives to the council on legislation and the council on resolutions. If
37 there are more than six candidates, the three candidates receiving the next
38 highest votes cast shall be the alternate representatives, to serve only in the event
39 any of the representatives are unable to serve.
40

41 *9.080.3. Election Through Zone Ballot.*

42 If the zone does not meet at a single Rotary institute, then the election shall take
43 place through a zone ballot in the year two years preceding the council on
44 legislation. A zone ballot of the past and current RI officers that are members of a
45 club in the zone shall be conducted in a manner as determined by the board. The
46 six candidates receiving the most votes cast shall be the representatives to the
47 council on legislation and the council on resolutions. If there are more than six

1 candidates, the three candidates receiving the next highest votes cast shall be the
2 alternate representatives, to serve only in the event any of the representatives are
3 unable to serve.

4
5 **9.090. Notice.**

6
7 *9.090.1. Report of Representative to General Secretary.*

8 The names of the representative and the alternate representative to the councils
9 shall be reported by the ~~governor~~ institute convener to the general secretary
10 immediately following their selection.

11
12 *9.090.2. Publication of Representatives to Council Meetings.*

13 At least 30 days prior to the convening of each council, the general secretary shall
14 publish to each representative the names of representatives as reported by the
15 ~~governors~~ institute conveners.

(End of Text)

PURPOSE AND EFFECT

16 This enactment seeks to encourage more in-depth discussion of proposed
17 enactments at the zone level, as well as to reduce the costs and improve the
18 efficiency of the Council on Legislation.

19
20 Every three years, one representative from every Rotary district (approximately
21 535) meet in Chicago to debate and vote on proposed enactments. In the past,
22 there have been hundreds of proposed enactments requiring debate and
23 decisions. Due to the large number of attendees and time restrictions, very few
24 representatives actually get the opportunity to speak.

25
26 As a result of changes enacted at the 2016 Council on Legislation, resolutions are
27 now voted on by way of an online voting system; however, enactments will still be
28 debated and voted on in person due to the complexity of the issues and the
29 impact of such changes on Rotarians worldwide.

30
31 These amendments will:

- 32
- 33 • Encourage more in-depth discussion of proposed enactments by clubs,
34 districts, and the zone, resulting in greater understanding, scrutiny, and
35 support before and after an enactment is proposed to the Council on
36 Legislation
 - 37
 - 38 • Provide more time and opportunity for debate of enactments at the Council
39 on Legislation
 - 40
 - 41 • Maintain the democratic process of representation

1 This number will still ensure a democratic representative process in determining
2 legislative change.

FINANCIAL IMPACT

3 This enactment would result in a decrease in expenses estimated at US\$1.1
4 million.

5
6 The expenses for the triennial Council on Legislation in fiscal year 2016 were
7 US\$3.3 million, which included US\$1.8 million for 535 representatives to travel
8 to the meeting.

9
10 If six voting members from each of the 34 zones attended the Council on
11 Legislation versus one representative from each of the districts, there would be
12 331 fewer delegates in attendance. Estimated cost savings of US\$1.3 million
13 would be realized as follows:

- 14
15 • US\$1.1 million related to airfare, hotel and meals
16 • US\$200,000 related to venue, interpretation equipment, transportation,
17 printing, and other miscellaneous expenses
18

19 Additional per capita dues for the Council on Legislation are determined by the
20 RI Board sufficient to pay for the projected expenses of the next scheduled
21 Council on Legislation and Council on Resolutions. The additional per capita
22 dues for 2017-2018 were US\$1.50 and are US\$1.00 for 2018-2019. Future
23 additional per capita dues would be adjusted by an amount equivalent to changes
24 in expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Adopted | <input type="checkbox"/> Referred to Board | <input type="checkbox"/> Tabled |
| <input type="checkbox"/> Adopted as Amended | <input type="checkbox"/> Rejected | <input type="checkbox"/> Withdrawn |

NOTES

PROPOSED ENACTMENT 19-107

To amend the process for selecting Council representatives

Proposer(s): Rotary Club of Central Blue Mountains, District 9685, Australia

Endorsed by: District 9685 through a ballot-by-mail, 4 December 2017

To amend the **BYLAWS** of Rotary International as follows (pages 34-38 MOP)

Article 9 Members of the Council on Legislation and Council on Resolutions

9.010. Members of the Council on Legislation and Council on Resolutions.

The council on legislation and the council on resolutions shall be composed of the following voting and non-voting members:

9.010.1. Representatives.

~~There shall be one representative elected by the clubs of each district as provided in sections 9.060., 9.070., and 9.080. Each non-districted club shall designate a convenient district whose representative shall represent the club. The representative shall be a voting member. There shall be six representatives elected in each zone as provided in sections 9.060., 9.070., and 9.080. The representatives shall be voting members.~~

9.020. Qualifications of Voting Members of the Councils.

9.020.2. Past Officer.

Each representative shall have served a full term as an officer of RI at the time of election. ~~However, upon certification by the governor, with the concurrence of the president of RI that no past officer is available in the district, a Rotarian who has served less than a full term as governor or the governor-elect may be elected.~~

9.020.4. Not Eligible.

A non-voting member of a council or a full-time, salaried employee of RI, or of any zone, district, or any club(s) shall not be eligible to serve as a voting member of a council.

9.030. Duties of ~~District~~ Zone Representatives to the Councils.

It shall be the duty of a representative to:

- (a) assist clubs and districts in preparing their proposals for each council;
- (b) discuss proposed legislation and resolutions at ~~the~~ district conferences and/or other district and zone meetings;
- (c) be knowledgeable of the existing attitudes of Rotarians within the ~~district~~ zone;

- (d) give critical consideration to all legislation and proposed resolutions presented to the councils and effectively communicate those views to the councils;
- (e) act as an objective legislator of RI;
- (f) attend the meeting of the council on legislation for its full duration;
- (g) participate in the council on resolutions;
- (h) report on the deliberations of the councils to ~~the clubs of the district~~ and districts following the meetings of the councils; and
- (i) be accessible to clubs ~~in the district~~ and districts to assist in their preparation of proposals for future councils.

9.060. ~~Selection of Representatives~~ Nomination of a Candidate by Nominating Committee Procedure.

9.060.1. Selection.

A district may nominate only one candidate for representative. The ~~representative and the alternate representative candidate~~ should be selected by a nominating committee procedure. The nominating committee procedure, including any challenges and a resulting election, shall be conducted and completed in the year two years preceding the council on legislation. The nominating committee procedure shall be based on the nominating committee procedure for district governors set forth in section 14.020. to the extent it is not in conflict with this section. A candidate for representative shall not be eligible to serve on the committee.

~~9.060.3. Representative and Alternate Unable to Serve.~~

~~Where neither the representative nor the alternate representative is able to serve, the governor may designate some other duly qualified member of a club in the district to be the representative to the councils.~~

9.070. ~~Election of Representatives at the District Conference.~~ Nomination of Candidate

9.070.1. ~~Election.~~ Nomination at the District Conference

If the district chooses not to utilize the nominating committee procedure, the ~~representative and the alternate representative candidate~~ may be elected nominated at the annual conference of the district or, in the case of a district in RIBI, at the district council. The ~~election~~ nomination shall take place in the year two years preceding the council on legislation or, in the case of a district in RIBI, at the meeting of the district council ~~after 1 October~~ in the year two years preceding the council on legislation.

9.070.2. Nominations.

Any club in a district may nominate a qualified member of any club in the district for ~~representative~~ candidate where such member has indicated a willingness and ability to serve. The club shall certify such nomination in writing. Such certification must include the signatures of the club president and secretary.

1 Such nomination shall be forwarded to the governor for presentation to the
2 electors of the clubs at the district conference.

3
4 ~~9.070.3. Selection of Representatives and Alternates.~~

5 ~~The candidate receiving a majority of the votes cast shall be the representative to~~
6 ~~the council on legislation and the council on resolutions. If there are only two~~
7 ~~candidates, the candidate failing to receive a majority of votes cast shall be the~~
8 ~~alternate representative, to serve only in the event the representative is unable to~~
9 ~~serve. When there are more than two candidates, the balloting shall be by single~~
10 ~~transferable ballot. At such point in the balloting by the single transferable ballot~~
11 ~~system that one candidate receives a majority of the votes cast, the candidate who~~
12 ~~has the second highest number of votes shall be the alternate representative.~~
13 ~~Each club shall designate one elector to cast all of its votes. All votes from a club~~
14 ~~with more than one vote shall be cast for the same candidate. For votes requiring~~
15 ~~or utilizing a single transferable ballot with three or more candidates, all votes~~
16 ~~from a club with more than one vote shall be cast for the same ordered choices of~~
17 ~~candidates.~~

18
19 ~~9.070.4.~~ 9.070.3. One Candidate for Representative.

20 No ballot shall be required where there is only one nominee in a district. In such
21 cases, the governor shall declare such nominee the ~~representative to the councils~~
22 candidate. The governor shall also appoint a qualified Rotarian who is a member
23 of a club in the district as the alternate ~~representative~~ candidate.

24
25 ~~9.070.5.~~ 9.070.4. Suggestions by Clubs for Representative Candidate.

26 In the event the club nominating the candidate is not the candidate's club, for the
27 nomination to be accepted, the candidate's club shall expressly agree in writing,
28 and such document should be signed by both the club's president and secretary.

29
30 ~~9.080.~~ 9.070.5. Election of Representatives Candidates Through Ballot-by-
31 Mail.

32
33 ~~9.080.1.~~ Board Authorization for Ballot by Mail.

34 In certain circumstances, the board may authorize a district to select the ~~repre-~~
35 sentative candidate and the alternate ~~representative to the councils~~ candidate in a
36 ballot-by-mail. In such case, the governor shall prepare and cause to be mailed to
37 the secretary of every club in the district an official call for nominations for ~~repre-~~
38 sentative candidate. All nominations must be made in writing and signed by the
39 president and the secretary of the club. The nominations must be received by the
40 governor on or before a date to be fixed by the governor. The governor shall
41 cause to be prepared and mailed to each club a ballot naming in alphabetical
42 order the qualified nominees so offered and shall conduct the ballot-by-mail.
43 Those candidates whose written requests for exclusion from the ballot are
44 received no later than the date fixed by the governor shall be excluded from such
45 ballot. Each club shall be entitled to at least one vote. Any club with a
46 membership of more than 25 shall be entitled to one additional vote for each
47 additional 25, or major fraction thereof, of its members. Such membership shall

1 be determined by the number of members in the club as of the date of the most
2 recent club invoice preceding the date on which the vote is to be held. However,
3 any club whose membership in RI has been suspended by the board shall not be
4 entitled to participate in the voting. The governor may appoint a committee for
5 the purpose of conducting the ballot-by-mail procedure as provided herein.

6
7 ***9.080.2. Election Through Ballot by Mail.***

8 ~~A majority vote of electors present and voting at a district conference may vote to~~
9 ~~have the selection of the representative and the alternate representative to the~~
10 ~~councils pursuant to a ballot by mail. The ballot by mail shall be conducted in~~
11 ~~the month immediately following such annual district conference. Such ballot-~~
12 ~~by mail shall be conducted in accordance with the provisions set forth in~~
13 ~~subsection 9.080.1.~~

14
15 ***9.080.3. Suggestions by Clubs for Representative.***

16 ~~In the event the club nominating the candidate is not the candidate's club, for the~~
17 ~~nomination to be accepted, the candidate's club shall expressly agree in writing,~~
18 ~~and such document should be signed by both the club's president and secretary.~~

19
20 ***9.080. Election of Representatives and Alternates.***

21
22 ***9.080.1. Nominees for Election.***

23 The district governors in a zone shall forward the details of their nominee to the
24 zone's Rotary institute convener 28 days prior to the date of institute. The
25 convener shall send details to all past, current, and incoming RI officers within
26 the zone of the candidates at least 14 days prior to the institute.

27
28 ***9.080.2. Election at Rotary Institutes.***

29 The six zone representatives and the alternate representatives will be elected by
30 the past, current, and incoming RI officers eligible and present at the zone's
31 annual Rotary institute. The election shall take place at the zone's institute in the
32 year two years preceding the council on legislation. The six candidates receiving
33 the most votes cast shall be the representatives to the council on legislation and
34 the council on resolutions. If there are more than six candidates, the three
35 candidates receiving the next highest votes cast shall be the alternate
36 representatives, to serve only in the event any of the representatives are unable to
37 serve.

38
39 ***9.090. Notice.***

40
41 ***9.090.1. Report of Representative to General Secretary.***

42 The names of the representative and the alternate representative to the councils
43 shall be reported by the ~~governor~~ institute convener to the general secretary
44 immediately following their selection.

45
46 ***9.090.2. Publication of Representatives to Council Meetings.***

47 At least 30 days prior to the convening of each council, the general secretary shall

1 publish to each representative the names of representatives as reported by the
2 ~~governors~~ institute conveners.

(End of Text)

PURPOSE AND EFFECT

3 This enactment seeks to encourage more in-depth discussion of proposed
4 enactments at the zone level, as well as to reduce the costs and improve the
5 efficiency of the Council on Legislation.
6

7 Every three years, one representative from every Rotary district (approximately
8 535) meet in Chicago to debate and vote on proposed enactments. In the past,
9 there have been hundreds of proposed enactments requiring debate and
10 decisions. Due to the large number of attendees and time restrictions, very few
11 representatives actually get the opportunity to speak.
12

13 As a result of changes enacted at the 2016 Council on Legislation, resolutions are
14 now voted on by way of an online voting system; however, enactments will still be
15 debated and voted on in person due to the complexity of the issues and the
16 impact of such changes on Rotarians worldwide.
17

18 These amendments will:
19

- 20 • Encourage more in-depth discussion of proposed enactments by clubs,
21 districts, and the zone, resulting in greater understanding, scrutiny, and
22 support before and after an enactment is proposed to the Council on
23 Legislation
24
- 25 • Provide more time and opportunity for debate of enactments at the Council
26 on Legislation
27
- 28 • Maintain the democratic process of representation
29

30 This number will still ensure a democratic representative process in determining
31 legislative change.

FINANCIAL IMPACT

32 This enactment would result in a decrease in expenses estimated at US\$1.1
33 million.
34

35 The expenses for the triennial Council on Legislation in fiscal year 2016 were
36 US\$3.3 million, which included US\$1.8 million for 535 representatives to travel
37 to the meeting.

1 If six voting members from each of the 34 zones attended the Council on
2 Legislation versus one representative from each of the districts, there would be
3 331 fewer delegates in attendance. Estimated cost savings of US\$1.3 million
4 would be realized as follows:

- 5 • US\$1.1 million related to airfare, hotel and meals
- 6 • US\$200,000 related to venue, interpretation equipment, transportation,
7 printing, and other miscellaneous expenses

9
10 Additional per capita dues for the Council on Legislation are determined by the
11 RI Board sufficient to pay for the projected expenses of the next scheduled
12 Council on Legislation and Council on Resolutions. The additional per capita
13 dues were US\$1.50 for 2017-2018 and are US\$1.00 for 2018-2019. Future
14 additional per capita dues would be adjusted by an amount equivalent to changes
15 in expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-108

To amend the qualifications for Council representatives

Proposer(s): District 9125, Nigeria

Endorsed by: District 9125 through a ballot-by-mail, 9-20 December 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 35 MOP)*

2
3 **Article 9 Members of the Council on Legislation and Council on**
4 **Resolutions**

5
6 **9.020. Qualifications of Voting Members of the Councils.**

7
8 **9.020.2. Past Officer.**

9 Each representative shall have served a full term as an officer of RI at the time of
10 election. However, upon certification by the governor, with the concurrence of
11 the president of RI that no past officer is available in the district, a Rotarian who
12 has served less than a full term as governor or the governor-elect may be elected.
13 A representative must have attended at least two institutes and one international
14 convention in the last three years at the time of election. This requirement shall
15 be waived if the candidate has previously served as representative.

(End of Text)

PURPOSE AND EFFECT

16 Because there are no stringent conditions attached to the qualifications of a
17 Council representative, some districts may abuse the privilege and send
18 representatives that may not be ready for the assignment. It is generally
19 understood that a Council representative needs to be up to date with RI
20 governance documents and should therefore be active in Rotary activities. The
21 role of Council representative is not supposed to be an automatic appointment
22 for the most senior past district governor unless the senior past district governor
23 has demonstrated his or her willingness to remain active. These requirements
24 will ensure that active past district governors are sponsored by clubs. Council
25 representation is one of the most important activities in RI. Participation at the
26 Councils is wholly sponsored by RI, unlike the cost of zone institutes and
27 international conventions, which are borne by the individual attendee. Those
28 who are still spending their resources on RI events are more likely to take their
29 role as Council representative seriously.

30
31 Those who have previously served as Council representatives will be considered
32 exempt from this additional qualification, as they have already gained the
33 necessary experience.

FINANCIAL IMPACT

- 1 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

--

PROPOSED ENACTMENT 19-109

To amend the timeline for selecting Council representatives

Proposer(s): Rotary Club of Teresina-Jóquei, District 4490, Brazil

Endorsed by: District 4490 through a ballot-by-mail, 11 December 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 36 MOP)*

2
3 **Article 9 Members of the Council on Legislation and Council on**
4 **Resolutions**

5
6 **9.060. Selection of Representatives by Nominating Committee Procedure.**

7
8 **9.060.1. Selection.**

9 The representative and the alternate representative should be selected by a
10 nominating committee procedure. The nominating committee procedure,
11 including any challenges and a resulting election, shall be conducted and
12 completed in the year ~~two~~ three years preceding the council on legislation. The
13 nominating committee procedure shall be based on the nominating committee
14 procedure for district governors set forth in section 14.020. to the extent it is not
15 in conflict with this section. A candidate for representative shall not be eligible to
16 serve on the committee.

17
18 **9.070. Election of Representatives at the District Conference.**

19
20 **9.070.1. Election.**

21 If the district chooses not to utilize the nominating committee procedure, the
22 representative and the alternate representative may be elected at the annual
23 conference of the district or, in the case of a district in RIBI, at the district
24 council. The election shall take place in the year ~~two~~ three years preceding the
25 council on legislation or, in the case of a district in RIBI, at the meeting of the
26 district council after 1 October in the year two years preceding the council on
27 legislation.

(End of Text)

PURPOSE AND EFFECT

28 District representatives and their alternates are elected two years before the
29 Council on Legislation, for a term of three years.

30
31 These elections take place in the second half of the year (January to June) two
32 Rotary years before the Council on Legislation, at the conference where proposed
33 enactments are to be voted upon and then are sent to the RI Secretariat by 31
34 December.

1 The elected representative takes office on 1 July in the year two years before the
2 Council on Legislation.

3
4 In practice, there is no continuity of the work from the previous representative.
5 For this reason, clubs are disinclined to present proposed legislation for approval
6 at the meeting of club delegates during the district conference. As a consequence,
7 districts have no legislation that they can submit to the Council on Legislation.

8
9 Representatives and governors, who take office on 1 July, are pressured by clubs
10 to receive their proposals and forward them on to the Council on Legislation.

11
12 These proposals must be approved by club delegates at the conference and then
13 sent to the Secretariat by 31 December in the year two years before the Council on
14 Legislation.

15
16 The district conference is held before the new governor takes office, obliging
17 him/her to prepare a ballot-by-mail and send the five proposed enactments
18 receiving the most votes to the Secretariat by 31 December. This is a burden to
19 the governor at the beginning of his/her administration, when the official visits
20 are happening.

21
22 If district representatives were elected three years before the Council on
23 Legislation, in the first year of the term after training at the Rotary institute, they
24 would be able to work with the clubs, explaining the purpose of the Council on
25 Legislation and Council on Resolutions, as well as the importance of and periods
26 for presenting proposals to these councils.

FINANCIAL IMPACT

27 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-110

To simplify the credentialing procedures at a Council

Proposer(s): Board of Directors of RI

1 *To amend the **BYLAWS** of Rotary International as follows (page 38 MOP)*

2 3 **Article 9 Members of the Council on Legislation and Council on** 4 **Resolutions**

5 6 **9.100. Credentials Committee.**

7 ~~The president shall appoint a credentials committee which shall meet in advance~~
8 ~~of the council on legislation. The committee shall examine and certify~~
9 ~~credentials. The general secretary shall certify the credentials of representatives.~~
10 Any action of the ~~committee~~ general secretary with respect to credentialing may
11 be reviewed by the council on legislation.

(End of Text)

PURPOSE AND EFFECT

12 The 2015-2016 Council Operations Committee discussed the tasks assigned to the
13 credentials committee and believes that the committee duplicates many of the
14 tasks already performed by the registration desk, such as verifying the
15 representative. In the most recent three Councils on Legislation, the registration
16 procedures have reduced the need for a credentials committee. At the 2016
17 Council on Legislation the members-at-large were designated as the credentials
18 committee, though their responsibilities were to report the status of a quorum at
19 the Council. This enactment amends the RI Bylaws to allow the general secretary
20 to perform the tasks necessary to credential representatives at the Council on
21 Legislation. An official credentials committee would no longer be necessary.

FINANCIAL IMPACT

22 This enactment would have no substantial financial impact on RI.

23
24 Eliminating the credentials committee reduces duplication of responsibilities but
25 would not have a substantial cost savings as the expenses of the credentials
26 committee were nominal.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-111

To amend the Council voting provisions

Proposer(s): Rotary Club of Hochschwarzwald, District 1930, Germany

Endorsed by: District 1930 through a ballot-by-mail, 9 December 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 38 MOP)*

2
3 **Article 9 Members of the Council on Legislation and Council on**
4 **Resolutions**

5
6 **9.120. Quorum for the Councils.**

7 A quorum shall consist of one half of the voting members of each council. Each
8 voting member shall be entitled to cast at least one vote on each question
9 submitted to vote. Each member representing a district with more than 1,000
10 Rotarians shall be entitled to one additional vote for each additional 1,000
11 Rotarians in the district. The additional votes shall be determined by the number
12 of Rotarians in the district for whom semiannual payments have been made as of
13 1 July in the year of the council on legislation. However, members in RI who
14 have been suspended by the board shall not be entitled to be represented. There
15 shall be no proxy voting in the councils.

(End of Text)

PURPOSE AND EFFECT

16 Each Council representative has one vote on each proposal, although, as of 7
17 August 2017, such a representative may represent between 714 (District 4930)
18 and 6,130 Rotarians (District 3630).

19
20 There are 272 districts with fewer than 2,000 Rotarians, compared with 267
21 districts with 2,000 to more than 6,000 Rotarians.

22
23 Due to the differences in district sizes, the club member of a small district
24 compared with one of a large district has a far, up to 8 times, greater weight.

25
26 RI's constitutional documents provide for weighting of votes in accordance with
27 the number of Rotarians represented for delegates to the International
28 Convention, district conferences, and when voting on Rotary office holders, but
29 not for the Council on Legislation.

30
31 Weighting the votes of Council representatives in accordance with the number of
32 Rotarians they represent will avoid the costly option of increasing the number of

1 delegates from large districts and does not involve any need for small districts to
2 merge and large districts to be split up.

3
4 There are no technical difficulties with using the normal electronic voting system
5 to weight the votes of delegates.

6
7 The 1.2 million Rotarians must have Council representation in accordance with
8 the fundamental democratic principles of 'equality of all' and 'equal participation
9 of all in the legislation' by weighting the votes of representatives.

10
11 Failure to comply with these core democratic values may lead to the action of the
12 Council being reversed if a challenge is mounted in a court of law. The proposed
13 enactment envisages that those Council representatives from districts with more
14 than 1,000 Rotarians shall be entitled to one additional vote for each additional
15 full 1,000 Rotarians in the district.

FINANCIAL IMPACT

16 This enactment could have a financial impact on RI which cannot be determined
17 at this time.

18
19 Electronic voting equipment used at the Council on Legislation would need to be
20 able to identify each representative individually to accommodate proportional
21 representation for each representative.

22
23 In addition, technology modifications would be required for e-voting for the
24 Council on Resolutions to facilitate proportional representation for each vote.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

PROPOSED ENACTMENT 19-112

To amend who is a member of a Council

Proposer(s): Rotary Club of Brigg, District 1040, England

Endorsed by: District 1040 through a district legislation meeting, York, North Yorkshire, England, 23 September 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 34 MOP)*

2

3 **Article 9 Members of the Council on Legislation and Council on**
4 **Resolutions**

5

6 **9.010.** *Members of the Council on Legislation and Council on Resolutions.*

7 The council on legislation and the council on resolutions shall be composed of the
8 following voting and non-voting members:

9

10 9.010.4. *President, President-elect, Directors, and General Secretary.*

11 The president, president-elect, ~~other members of the board~~ one member of the
12 board elected by the board, and general secretary shall be non-voting members of
13 the councils.

14

15 ~~9.010.5. Past Presidents.~~

16 ~~All past presidents of RI shall be non-voting members of the councils.~~

(Subsequent subsections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

17 In this climate of increasing costs of running Rotary business, it is very important
18 to keep RI per capita dues affordable by cutting the cost of things which are not
19 essential or can be termed as 'nice to have.' The Council on Legislation is the
20 parliament of Rotary International and, like all democratic parliaments, should
21 be composed of elected members and current officials. By eliminating past RI
22 presidents as non-voting members and reducing the number of RI Board
23 members using rules equally applicable to the Trustees of The Rotary Foundation,
24 there should be substantial reduction in travel and accommodation cost.

FINANCIAL IMPACT

1 This enactment could result in a decrease in expenses for RI dependent on the
2 scope and extent of support provided by the RI Board.

3
4 In fiscal year 2016, the average cost per attendee was US\$3,800. The expenses
5 relating to the attendance of 17 Board members and 14 past presidents were
6 approximately US\$118,000.

7
8 Additional per capita dues for the Council on Legislation are determined by the
9 RI Board sufficient to pay for the projected expenses of the next scheduled
10 Council on Legislation and Council on Resolutions. The additional per capita
11 dues were US\$1.50 for 2017-2018 and are US\$1.00 for 2018-2019. Future
12 additional per capita dues would be adjusted by an amount equivalent to changes
13 in expenses.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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PROPOSED ENACTMENT 19-113

To provide that a Council report shall be given at Rotary institutes

Proposer(s): District 2740, Japan

District 2840, Japan

Endorsed by: District 2740 through an annual district conference, Saga, Saga, Japan, 18 November 2017

District 2840 through an annual district conference, Takasaki, Gunma, Japan, 19 November 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 80 MOP)*

2

3 **Article 20 Other Meetings**

4

5 **20.020. Rotary Institutes.**

6 The president may authorize the convening of annual informational meetings,
7 known as Rotary institutes, to be attended by past, present and incoming officers
8 of RI, and other Rotarians and guests invited by the convener. A Rotary institute
9 may be organized for RI, a zone, a section of a zone or a grouping of zones. The
10 convener shall report upon the legislation and resolutions reviewed and the
11 action taken by each council on legislation and council on resolutions.

(End of Text)

PURPOSE AND EFFECT

12 The purpose of this enactment is to require the discussion and reporting upon
13 legislation reviewed and the action taken by each Council on Legislation and
14 Council on Resolutions during the annual Rotary institute. At the 2016 Council
15 on Legislation, the representatives decided that resolutions would be deliberated
16 online by the Council on Resolutions every year. Discussions and information
17 given during the annual Rotary institute would help Rotarians in clubs and
18 districts to understand the challenges and policies of Rotary and would enhance
19 awareness of amendments to RI's constitutional documents.

FINANCIAL IMPACT

20 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT☐ Adopted☐ Referred to Board☐ Postponed☐ Adopted as Amended☐ Rejected☐ Withdrawn**NOTES**

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PROPOSED ENACTMENT 19-114

To amend the process for opposition to Council actions

Proposer(s): Rotary Club of Sakai Ooizumi, District 2640, Japan

Endorsed by: District 2640 through an annual district conference, Wakayama, Wakayama, Japan, 4 November 2017

1 *To amend the **BYLAWS** of Rotary International as follows (page 40 MOP)*

2

3 **Article 9 Members of the Council on Legislation and Council on**
4 **Resolutions**

5

6 **9.150. Action of the Councils.**

7

8 **9.150.3. Opposition to Council Action.**

9 Forms from clubs recording opposition to action by a council on legislation in
10 adopting any legislation must be certified by the club presidents and received by
11 the general secretary no later than the date stated in the report by the general
12 secretary, which shall be at least two months after the mailing of such report.
13 The general secretary shall examine and tabulate all forms duly received from
14 clubs recording opposition to action by a council on legislation, and publish the
15 vote totals on Rotary's website.

(End of Text)

PURPOSE AND EFFECT

16 Currently, there is almost no means for clubs to know how many votes in
17 opposition are submitted on each item of legislation. There is no quick way for
18 clubs to know if there is any proposal which is put on hold. The proposed change
19 in this enactment would increase the transparency about the oppositions made to
20 the decisions by the Council on Legislation and reduce confusion about changes
21 to RI's constitutional documents.

FINANCIAL IMPACT

22 This enactment would have no substantial financial impact on RI, since the
23 general secretary currently publishes the opposition vote totals on Rotary's
24 website.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

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19-115 To modernize and streamline the Bylaws of Rotary International without making any substantive changes

19-116 To modernize and streamline the Standard Rotary Club Constitution without making any substantive changes

Every three years, a Council on Legislation meets and makes changes to the constitutional documents. Each change is independently drafted and adopted. Over time, the language may become muddled, disjointed, and repetitive. The last time the RI Bylaws underwent a comprehensive review was in 1995 and the last time the Club Constitution underwent a comprehensive review was in 2001. Notes have been added to both enactments to mark when sections were moved.

EXECUTIVE SUMMARY

19-115 To modernize and streamline the Bylaws of Rotary International without making any substantive changes

This item was drafted to make non-substantive changes to the RI Bylaws. For months, a special committee reviewed each Bylaw, in order to remove extra words and streamline the format. No changes to content are made. The changes are cosmetic, removing redundancies, and improving readability and access by Rotarians. In the end, the RI Bylaws will be one-third shorter—about 20,000 words instead of 30,000 words—and much easier to use. Some examples of the changes are:

- Consolidating the “Governors” sections in their own (new) Article 17, separate from the general Article 16 “Districts”
- Restructuring section 3.020. on the RI Board’s process to discipline, suspend or terminate clubs
- Combining in Article 5 the duties of the RI Board, qualification of RI Board members, and procedures for RI Board meetings
- Combining in section 6.020. the duties for other RI officers
- Synthesizing Articles 7, 8, and 9—about the Councils on Legislation and on Resolutions—to reduce repetition and to group roles, duties, and qualifications together

Any other enactments passed by the 2019 Council on Legislation would be incorporated into the new text and would determine the final language and concepts for all sections.

- Moving and merging sections in previous Article 11 that duplicate other sections, or belong in Article 6 or the new Article 14.
- Rewording previous Articles 12, 13, and 14 to clarify the nomination and election process
- Consolidating into one new Article 14 the sections about the conduct and review of elections
- Stating the formula for club votes once in subsection 16.050.1. and then cross-referencing it in the other sections that previously repeated it
- Reorganizing the sections in previous Article 17 “RI Committees”
- Merging the two subsections about Rotary magazines, previous subsections 21.020.2. and 21.030.1.
- Deleting the previous general Article 22 “Rotary’s Website,” a vestige of the early electronic era
- Improving the readability of Article 25 “Arbitration and Mediation”

PROPOSED ENACTMENT 19-115

To modernize and streamline the Bylaws of Rotary International without making any substantive changes

Proposer(s): Board of Directors of RI

*To amend the **BYLAWS** of Rotary International as follows (pages 17-84 MOP)*

Article 1 Definitions

As used in the bylaws, unless the context otherwise clearly requires, the words in this article shall have the following meanings:

1. Board: The ~~RI~~ Board of Directors of Rotary International.
2. Club: A Rotary club.
3. Constitutional documents: The ~~Rotary International~~ RI constitution and bylaws, and the standard Rotary club constitution.
4. Governor: The governor of a Rotary district.
5. Member: A member, other than an honorary member, of a Rotary club.
6. RI: Rotary International.
7. RIBI: The administrative territorial unit of ~~Rotary International~~ RI in Great Britain and Ireland.
8. Satellite club: A potential club whose members ~~shall also be~~ are also members of the sponsor club.
9. TRF: The Rotary Foundation.
10. Writing: A communication capable of documentation, regardless of the method of transmission.
- ~~9- 11.~~ Year: The twelve-month period ~~which begins on~~ beginning 1 July.

Article 2 Membership in Rotary International

2.010. Application for Membership in RI.

2.020. Locality of a Club.

2.030. ~~Adoption of The Standard Rotary Club Constitution by Clubs.~~

2.040. Smoking.

2.050. Merger of Clubs.

2.010. *Application for Membership in RI.*

~~A To be admitted to RI, a club seeking admission to applies to the Board for membership in RI shall apply to the board. The application shall be accompanied by the an admission fee as determined set by the board. The fee shall be in US currency or equivalent currency of the country in which the club is located. Membership shall become effective on the date such application is approved by the board takes effect when the board approves it.~~

2.010.1. New Clubs.

~~The minimum number of charter members for a A new club shall be have at least 20 charter members.~~

2.020. Locality of a Club.

~~A club's locality may be organized in a locality which contains shall have the minimum number of classifications for organizing a new club. A, but a club may be organized in the same a locality as with one or more existing other clubs. The locality of a club that conducts interactive its activities primarily online shall be worldwide or as otherwise determined by the club board determines.~~

1 **2.030. Adoption of ~~The~~ Standard Rotary Club Constitution by Clubs.**

2 ~~The standard club constitution shall be adopted by all clubs admitted to membership. All clubs~~
3 ~~shall adopt the standard club constitution, including any future amendments to it.~~

4
5 **2.030.1. Amendments to the Standard Club Constitution.**

6 ~~The A club may amend the~~ standard club constitution ~~may be amended~~ in the manner
7 prescribed in the constitutional documents. Such amendments ~~shall~~ automatically become a
8 part of the constitution of ~~each~~ the club.

9
10 **2.030.2. Clubs Chartered Before 6 June 1922.**

11 ~~All clubs Clubs~~ chartered before 6 June 1922 shall adopt the standard club constitution, ~~except~~
12 ~~that such clubs whose constitutions contain variations from the standard club constitution shall~~
13 ~~be entitled to operate under those variations, provided the exact texts of those variations were~~
14 ~~sent to and identified by the board by 31 December 1989 but may retain variations that were~~
15 ~~provided to the board before 1990. The variations for each club shall be incorporated as~~
16 Variations shall be an addendum to the provisions of the standard club constitution for that club
17 the club's constitution, and such variations may not be amended by that club except which may
18 only be amended to conform more closely to the current standard club constitution ~~as amended~~
19 ~~from time to time.~~

20
21 **2.030.3. Exceptions by the Board to the Standard Club Constitution.**

22 ~~The board may approve provisions in an individual club's constitution which are not in~~
23 ~~accordance with the standard club constitution so long as such provisions~~ By a two-thirds
24 majority of the members present, the board may approve exceptions to the standard club
25 constitution that are required by local law, custom or exceptional circumstances and do not
26 contravene the RI constitution and bylaws. Such approval shall be given only to comply with
27 local law or custom or in exceptional circumstances. Such approval requires a two-thirds
28 majority of the board members present.

29
30 **2.040. Smoking.**

31 ~~In recognition of the deleterious effect upon personal health, individual~~ Because smoking is
32 harmful, members and their guests are encouraged to refrain from smoking should not smoke
33 during meetings and other events organized in the name of RI.

34
35 **2.050. Merger of Clubs.**

36 ~~Two or more clubs within the same district seeking to may voluntarily merge shall apply to the~~
37 ~~board provided that each of the clubs if each~~ has fulfilled all its financial and other obligations to
38 RI, and the board approves the merger. The application shall be accompanied by a certificate
39 indicating that each club has agreed to the merger. A merged club may be organized in the same
40 locality as one or more existing other clubs. The application shall be accompanied by a
41 certificate indicating that each club has agreed to the merger. The board may allow the merged
42 clubs to retain the name, charter date, emblem and other RI insignia of RI of one or all of the
43 former of any of the merging clubs as part of the historical records and for historical purposes.

44
45 **Article 3 Resignation, Suspension or Termination of Membership in RI**

46 **3.010. Club Resignation from RI.**

47 ~~3.020. Reorganization of a Club.~~

48 ~~3.030. 3.020. Board Authority to Discipline, Suspend, or Terminate a Club~~ Suspension, or
49 Termination of a Club.

50 ~~3.040. 3.030. Surrender of Rights by Rights of a Suspended Club.~~

51 ~~3.050. 3.040. Surrender of Rights by Rights of a Terminated Club.~~

52 **3.050. Reinstatement of a Club.**

53
54 **3.010. Club Resignation from RI.**

55 ~~Any A club may resign its membership provided it has fulfilled~~ after fulfilling all its financial and
56 other obligations to RI and receiving the board's approval. Such resignation shall be

1 immediately effective upon acceptance by the board. The certificate of membership of such club
2 shall be returned to the general secretary. Resignation takes effect when the board approves it.

3
4 ~~3.020. Reorganization of a Club.~~

5 ~~Where a terminated club seeks to be reorganized, or where a new club is organized in the same~~
6 ~~locality, the board may determine whether each such club must pay a charter fee or other~~
7 ~~indebtedness due to RI from the former club as a condition for membership.~~

Commented [COL1]: Moved to 3.050.

8
9 ~~3.030. 3.020. Board Authority to Discipline, Suspend, or Terminate a Club~~ Suspension, or
10 Termination of a Club.

11
12 ~~3.030.1. 3.020.1. Suspension or Termination for Failure to Pay Dues or Report Members.~~

13 The board may suspend or terminate the membership of any club which a club that:

- 14 (a) fails to pay its dues or other financial obligations to RI or approved required contributions
15 to the district fund;
16 (b) ~~retains~~ a member who misuses TRF funds or who otherwise breaches TRF's stewardship
17 policies;
18 (c) ~~initiates~~ or maintains, or retains a member who initiates or maintains, litigation against
19 RI or TRF, including their directors, trustees, officers, agents, and employees, before
20 exhausting all remedies in the constitutional documents; or
21 (d) ~~fails to appropriately address any youth-protection allegations against a member in~~
22 connection with Rotary-related youth programs.

Commented [COL2]: Moved from 3.030.3.

Commented [COL3]: Moved from 3.030.4.

Commented [COL4]: Moved from 3.030.5.

23
24 If the reason for suspension is not remedied within six months, the board shall terminate the
25 club.

Commented [COL5]: Moved from 3.030.7.

26
27 3.020.2. Suspension for Failure to Report Membership Changes.

28 The board may suspend the membership of any club which fails to report changes to its
29 membership on a timely basis a club that does not timely report membership changes to RI.

30
31 ~~3.030.2. 3.020.3. Termination for Failure to Function.~~

32 The board may terminate the membership of any club where such club disbands for any reason,
33 a club that ceases to operate, fails to meet regularly, or otherwise fails to function, but only after.
34 Before acting on a termination for failure to function, the board shall request requesting that the
35 governor to submit a report regarding on the circumstances of the termination.

36
37 ~~3.030.3. Suspension or Termination for Failure to Comply with Foundation Stewardship~~
38 ~~Policies.~~

39 The board may suspend or terminate the membership of any club that retains in its membership
40 any person who has misused funds from The Rotary Foundation or who otherwise has breached
41 the stewardship policies of The Rotary Foundation.

Commented [COL6]: Moved to 3.020.1.

42
43 ~~3.030.4. Termination for Legal Action.~~

44 The board may suspend or terminate the membership of any club that initiates or maintains, or
45 retains in its membership an individual who initiates or maintains, litigation against RI or The
46 Rotary Foundation, including their directors, trustees, officers, and employees, prior to
47 exhausting all remedies provided for in the constitutional documents.

Commented [COL7]: Moved to 3.020.1.

48
49 ~~3.030.5. Suspension or Termination for Failure to Comply with Youth Protection Laws.~~

50 The board may suspend or terminate the membership of a club that fails to appropriately
51 address any allegations made against one of its members in connection with Rotary related
52 youth programs for violation of applicable law regarding the protection of youth.

Commented [COL8]: Moved to 3.020.1.

53
54 3.030.6. 3.020.4. Discipline, Suspension, or Termination for Cause.

55 The board may take action against a club for cause provided a copy of the charges and notice of
56 the time and place of hearing is mailed to the president and the secretary of such club at least 30
57 days before such hearing discipline, suspend, or terminate a club for cause only after giving it

1 the opportunity for a hearing. At least 30 days before the hearing, the board shall notify the
2 club's president and secretary of the charges and the time, place, and manner of the hearing. At
3 the hearing, the club may be represented by counsel, and, The the governor, of the concerned
4 district or a past governor selected by the that governor, may be present at such hearing attend
5 at the district's cost expense. Such club shall be entitled to be represented by counsel at any
6 such hearing. Following such After the hearing, the board may:

7 (a) discipline or suspend a the club upon by a majority vote of the entire; or

8 (b) expel terminate the club upon by a unanimous vote.

9
10 ~~3.030.7.~~ **3.020.5. Period of Suspension.**

11 The board shall reinstate the membership rights of a club that has been suspended upon the
12 determination that a suspended club if it has:

13 (a) payment of paid all dues or other financial obligation to RI, or paid all approved
14 contributions to the district fund have been paid in full;

15 (b) the membership of any person who has misused funds from The Rotary Foundation or
16 otherwise has breached the stewardship policies of The Rotary Foundation has been
17 terminated terminated members who misused TRF funds or otherwise breached TRF's
18 stewardship policies;

19 (c) there is evidence that the club has appropriately addressed any youth-protections
20 allegations made against one of its members against a member in connection with Rotary-
21 related youth programs for violation of applicable law regarding the protection of youth;
22 or

23 (d) resolved all issues leading to discipline for cause have been resolved that led to the
24 suspension.

25
26 In all other cases, if the reason for suspension has not been remedied within six months, the
27 board shall terminate the club.

28
29 ~~3.040.~~ **3.030. Surrender of Rights by Rights of a Suspended Club.**

30 Any club that has been suspended by the board shall have none of the rights provided to clubs
31 under the bylaws so long as it remains suspended, but shall retain the rights granted to clubs
32 under the constitution. During a suspension, a club has no rights under the bylaws, retaining
33 only its rights under the RI constitution.

34
35 ~~3.050.~~ **3.040. Surrender of Rights by Rights of a Terminated Club.**

36 The privilege of using A terminated club shall not use the name, emblem, and other insignia of
37 RI shall cease upon the termination of membership of the club. The club and shall have no
38 proprietary rights in the property of RI upon termination of its membership. The general
39 secretary shall proceed to recover the certificate of membership of such former club. The
40 terminated club shall return its charter to RI.

41
42 **3.050. Reorganization of a Club.**

43 The board may reorganize a terminated club or authorize a new club in the same area, subject to
44 a charter fee or payment of any debt to RI.

45
46 **Article 4 Membership in Clubs**

47 **4.010.** Types of Membership in a Club Members.

48 **4.020.** Active Membership Members.

49 **4.030.** Transferring or Former Rotarian.

50 **4.040.** Prohibited Dual Memberships.

51 **4.050.** Honorary Membership.

52 **4.060.** Holders of Public Office.

53 **4.070.** Prohibited Limitations on Membership.

54 **4.080.** RI Employment.

55 **4.090.** Attendance Reports.

56 **4.100.** Attendance at Other Clubs.

57 **4.110.** Exceptions to Provisions on Membership.

Commented [COL9]: Moved
from 3.020.

1 **4.010. Types of Membership in a Club Members.**

2 A club may have two kinds types of membership, active and honorary.

4 **4.020. Active Membership Members.**

5 A person possessing the qualifications set forth in article 5, section 2 of the RI constitution may
6 be elected to active membership in a club as an active member.

8 **4.030. Transferring or Former Rotarian.**

9 A member or a former club may propose to active membership a transferring member or former
10 member of a club for membership. The transferring or former member of a club being proposed
11 to active membership may also be proposed by the former club. The classification of a
12 transferring or former member of a club shall not preclude election to active membership even if
13 the election results in club membership temporarily exceeding the classification limits.

14 Potential members of a club who have with debts to another club are ineligible for membership.
15 Any club wishing that wishes to admit a former member shall demand that the potential
16 member provide a written proof statement from the previous club that all debts have been paid.
17 The admission of a transferring or former Rotarian as an active member shall be is contingent
18 upon receiving a certificate written statement from the board of the previous club confirming
19 the prospective member's prior membership in that club, and. A club shall provide a statement
20 whether debts are owed when requested by another club with respect to its by the current or
21 former member that is being considered for membership in the other club. If such a written
22 statement is not provided within 30 days of being requested, it shall be is assumed that the
23 member does not owe any money to the other club.

25 **4.040. Prohibited Dual Memberships.**

26 No person member shall simultaneously

- 27 (a) hold active membership in belong to more than one club, other than in a satellite of that
28 club, or
29 (b) No person shall simultaneously be a member and be an honorary member in the same
30 club.

32 **4.050. Honorary Membership.**

33 Clubs may elect honorary members for terms set by the club board, who shall:

- 34 (a) be exempt from paying dues.
35 (b) not vote.
36 (c) not hold any club office.
37 (d) not hold classifications, and
38 (e) be entitled to attend all meetings and enjoy all other privileges in the club, but have no
39 rights or privileges in any other club, except to visit without being a Rotarian's guest.

41 **4.050.1. Eligibility for Honorary Membership.**

42 Persons who have distinguished themselves by meritorious service in the furtherance of Rotary
43 ideals and those persons considered friends of Rotary for their support of Rotary's cause may be
44 elected to honorary membership in more than one club. The term of such membership shall be
45 as determined by the board of the club in which they hold membership.

47 **4.050.2. Rights and Privileges.**

48 Honorary members shall be exempt from the payment of dues, shall have no vote and shall not
49 be eligible to hold any office in the club. Such members shall not hold classifications, but shall
50 be entitled to attend all meetings and enjoy all the other privileges of the club in which they hold
51 such membership. No honorary member of a club is entitled to any rights or privileges in any
52 other club, except for the right to visit other clubs without being the guest of a Rotarian.

54 **4.060. Holders of Public Office.**

55 Persons elected or appointed to public office for a specified time shall not be serving in public
56 office for specific terms are not eligible to for active membership in a club under the
57 classification of such that office. This restriction shall does not apply to persons holding who

Commented [COL10]: Moved
from 4.050.1. and 4.050.2.

Commented [COL11]: Moved to
4.050.

Commented [COL12]: Moved to
4.050.

1 hold positions or offices in schools, colleges, or other institutions of learning, or to persons who
2 are those elected or appointed to the judiciary. Members who are elected or appointed to public
3 office for a specified period serving in public office for specific terms may continue as such
4 members in their existing classifications during the period their terms in which they hold such
5 office.
6

7 **4.070. Prohibited Limitations on Membership.**

8 Notwithstanding the provisions of section 2.030., no club, regardless of the date of its admission
9 to membership in No club, regardless of when it joined RI, may by provisions in its constitution
10 or otherwise, in any way limit membership in the club on the basis of due to gender, race, color,
11 creed, national origin, or sexual orientation, or impose any condition of membership condition
12 not specifically prescribed allowed by the RI constitution or bylaws. Any membership provision
13 in any club constitution or any condition otherwise imposed or condition in conflict with this
14 section of the bylaws is null, void, and without effect.
15

16 **4.080. RI Employment.**

17 Any club may retain in its membership any member employed by RI.
18

19 **4.090. Attendance Reports.**

20 Each club shall forward monthly attendance reports of its meetings to the governor within 15
21 days of after the last meeting of each month. Non-districted clubs shall forward such report
22 attendance reports to the general secretary.
23

24 **4.100. Attendance at Other Clubs.**

25 Every member shall have the privilege of attending the regular meeting or satellite club meeting
26 of any other club except for a club that previously terminated the membership of said person for
27 good cause. A Rotarian may attend a regular meeting or satellite club meeting of another club.
28 However, a member terminated for good cause may not attend a regular meeting or satellite
29 club meeting of their former club.
30

31 **4.110. Exceptions to Provisions on Membership.**

32 A club may adopt rules or requirements provisions that are not in accordance with and that
33 supersede sections 4.010. and 4.030. - 4.060. of these bylaws. Such rules or requirements shall
34 supersede the rules or requirements of these sections of these bylaws.
35

36 **Article 5 Board of Directors**

37 **5.010. Duties of the Board.**

38 **5.020. Publication of Board Action Decisions and Minutes.**

39 **5.030. Appeals of Board Action Decisions.**

40 **5.040. Powers of the Board Removal of Officers and Committee Members.**

41 **5.050. RI Meetings.**

42 **5.050. 5.060. Board Meetings of the Board.**

43 **5.060. Voting by Communication.**

44 **5.070. Executive Committee.**

45 **5.080. Terms and Qualifications of Directors.**

46 **5.090. Disability of Board Member.**

47 **5.080. Vacancies in Board Membership 5.100 Vacancy in the Office of Director.**
48

49 **5.010. Duties of the Board.**

50 **5.010.1. Purpose.**

51 The board is responsible for doing whatever may be necessary for the furtherance of the
52 purposes of RI, the attainment of the Object of Rotary, the study and teaching of its
53 fundamentals, and the preservation and extension of its RI's ideals, ethics, and unique features
54 of organization, and its extension throughout the world.
55

1 5.010.2. Powers.

2 The board directs and controls the affairs of RI by:

- 3 (a) establishing policy for the organization
4 (b) evaluating implementation of policy by the general secretary
5 (c) exercising control and supervision over all officers, officers-elect, officers-nominee, and RI
6 committees
7 (d) exercising other powers conferred by the constitution, the bylaws, and the Illinois General
8 Not-for-Profit Corporation Act of 1986 and their amendments.

Commented [COL13]: Moved
from 5.040.1.

Commented [COL14]: Moved
from 5.040.2.

Commented [COL15]: Moved
from 5.040.1.

9
10 5.010.3. Strategic Plan.

11 In order to fulfill the purposes of article 3 of the RI constitution, the ~~The~~ board shall adopt a
12 strategic plan. The board shall oversee its implementation in each zone. The board shall and
13 report on the progress of the strategic plan it at each meeting of the council on legislation. Each
14 director shall oversee the implementation of the strategic plan within the zone from which the
15 director was elected and its paired zone.

Commented [COL16]: Moved
from 5.040.3.

16
17 5.020. Publication of Board Action Decisions and Minutes.

18 ~~All The~~ minutes of board meetings and board action shall be available to all members by posting
19 to Rotary's on RI's website within 60 days after such a board meeting or action. Additionally, all
20 appendices All appendices ~~filed with the official records of the minutes, except those the board~~
21 deems confidential or proprietary, shall be made available to a member Rotarian upon request;
22 except any materials that are deemed by the board to be confidential or proprietary may be
23 excluded.

24
25 5.030. Appeals of Board Action Decisions.

26 ~~Action by the board shall be subject only to appeal through a ballot by mail submitted to the~~
27 ~~district representatives of the council on legislation under rules to be established by the board. A~~
28 ~~decision of the board may only be appealed through a ballot of the representatives of the council~~
29 ~~on legislation, under rules set by the board. An appeal shall be duly filed with the general~~
30 ~~secretary by a Any club, with the concurrence of at least 24 other clubs, may appeal by writing~~
31 ~~the general secretary within four months after a board decision. At least half of the concurring~~
32 ~~clubs must be located in districts other than that of the appealing club. The appeal shall be by a~~
33 ~~resolution adopted at a regular club meeting, certified by the president and secretary. The~~
34 ~~appeal and concurrences must be received no later than four months after the action of the~~
35 ~~board is taken and the Within 90 days after receipt, the general secretary shall conduct said~~
36 ~~ballot by mail within ninety (90) days thereafter a ballot of the council representatives. Such~~
37 ~~appeal shall be in the form of a resolution duly adopted at a regular meeting of the club and~~
38 ~~certified by the president and secretary. The only question to be considered by for the district~~
39 ~~representatives in acting upon the appeal is whether the action decision of the board should be~~
40 ~~sustained. Provided If, however, if such an appeal is received by the general secretary within~~
41 ~~three months before the next regularly scheduled meeting of the council on legislation, then the~~
42 ~~appeal of the board action shall be submitted to the council on legislation to decide if whether~~
43 ~~the action decision of the board should be sustained.~~

44
45 5.040. Powers of the Board Removal of Officers and Committee Members.

46
47 5.040.1. Directs and Controls the Affairs of RI.

48 The board directs and controls the affairs of RI by:

- 49 (a) establishing policy for the organization;
50 (b) evaluating implementation of policy by the general secretary; and
51 (c) exercising such other powers conferred upon the board by the constitution, by the bylaws,
52 and by the Illinois General Not for Profit Corporation Act of 1986, and any amendments
53 thereto.

Commented [COL17]: Moved to
5.010.2.

54
55 5.040.2. Controls and Supervises Officers and Committees.

56 The board shall exercise control and supervision over all officers, officers-elect, officers-
57 nominee, and committees of RI. The board may remove an officer, officer-elect, officer-

Commented [COL18]: Moved to
5.010.2.

nominee, or committee member for cause following after a hearing. ~~The~~ At least 60 days before the hearing, the board shall give the person to be removed ~~must be provided written notice~~ containing a copy of the charges ~~at least 60 days before the hearing thereon.~~ Such notice shall specify and the time, and place, and manner of such the hearing, which and shall be served personally in person, by mail, or by other rapid means of communication. At the hearing, ~~such the person may be represented by counsel. A vote to remove such officer, officer-elect, officer-nominee, or committee member must be passed by~~ Removal of the person requires a two-thirds vote of the entire board. The board shall ~~may also have the additional~~ exercise the powers provided in section ~~6.120.~~ 17.060.

~~5.040.3. Oversight of the Implementation of the RI Strategic Plan.~~

~~Each director shall oversee the implementation of RI's strategic plan within the zone from which the director was elected and the alternate/ its paired zone.~~

Commented [COL19]: Moved to 5.010.3.

5.050. RI Meetings.

In planning the convention, the international assembly, and the council on legislation, the board shall make every effort to ensure that no Rotarian is excluded solely on the basis of national citizenship.

Commented [COL20]: Moved from 9.160., 10.010., and 20.010.2.

~~5.050.~~ **5.060. Board Meetings of the Board.**

~~5.050.1.~~ **5.060.1. Time, Place, and Notice Frequency, Notice, and Manner.**

The board shall meet at ~~such times and places~~ the time, place, and manner as it may determine or upon the call of the president, provided that it meets at least twice each year. At least 30 days in advance, the general secretary gives all directors notice of a meeting unless it is waived. Notice of meetings shall be given by the general secretary to all directors ~~at least 30 days preceding the commencement of the meeting unless such notice is waived.~~ At least two meetings of the board shall be held in each year. In lieu of in-person meetings, the use of Official meetings, and any director's participation, may be in person, by teleconferencing, internet, and other communications equipment, may be utilized for an official meeting of the board. The board may transact business without meeting by unanimous written consent. The president-nominee shall be a non-voting participant at board meetings.

Commented [COL21]: Moved from 5.060.1.

Commented [COL22]: Moved from 5.060.2.

Commented [COL23]: Moved from 5.050.4.

~~5.050.2.~~ **5.060.2. Quorum.**

A majority of the board members shall constitute is a quorum for the transaction of all business, ~~except for items requiring when the RI constitution or bylaws require~~ a larger vote as provided for in the RI constitution or bylaws.

~~5.050.3.~~ **5.060.3. First Meeting of Year.**

The incoming board shall ~~meets immediately following after~~ the annual convention. ~~The incoming president shall designate the~~ at a time, and place, and manner set by the incoming president of such meeting. The actions taken at ~~such the meeting must be approved by the board on or~~ Decisions at the meeting must be ratified after ~~1 July 30 June~~ at a meeting or by one of the methods described a method in section 5.060., and shall be effective only after such approval 5.060.1. in order to take effect.

~~5.050.4.~~ **Additional Participants.**

~~The president-nominee shall be a non-voting participant at meetings of the board.~~

Commented [COL24]: Moved to 5.060.1.

5.060. Voting by Communication.

~~5.060.1.~~ **Informal Meetings.**

~~The directors may participate in and act at any meeting of the board through the use of a conference telephone, internet, or other communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in such a meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.~~

Commented [COL25]: Moved to 5.060.1.

~~5.060.2. Informal Action.~~

~~The board may transact business without meeting together by unanimous written consent of all directors.~~

Commented [COL26]: Moved to 5.060.1.

5.070. Executive Committee.

The board may appoint an executive committee to be composed of at least five but no more than to seven of its members, including any *ex officio* members. The executive committee shall evaluate the performance of the general secretary at least annually and report its findings to the board. The board may delegate to such executive committee its authority to make decisions on behalf of the board between meetings of the board. Such authority is limited to the executive committee but only on matters where the within RI's established policy, of RI has been established. The board prescribes the terms of reference for the executive committee, which shall function under such terms of reference not in conflict with the provisions of this section, as may be prescribed by the board.

5.080. Terms and Qualifications of Directors.

5.080.1. Terms.

Directors serve a term of two years, beginning 1 July in the year next following their election, or until their successors are elected.

Commented [COL27]: Moved from 6.060.1. and 6.060.3.

5.080.2. Qualifications.

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

Commented [COL28]: Moved from 6.050.3.

Commented [COL29]: Moved from 6.040.

5.090. Disability of Board Member.

If a board member becomes disabled and unable to discharge their duties, the member shall forfeit the office upon a three-fourths vote of the board.

Commented [COL30]: Moved from 6.110.

~~**5.080. Vacancies in Board Membership**~~ **5.100. Vacancy in the Office of Director.**

5.080.1. Alternates.

~~At any time if~~ If the office of a director becomes is vacant, due to whatever for any reason, the board shall elect the alternate selected at the time when the director was elected, who serves from the same zone (or section in the zone) to serve as director for the rest of the term.

5.080.2. Alternate Unable to Serve.

~~If the alternate is unable to~~ cannot serve for any reason, the remaining members of the board shall elect a director from the same zone (or section of the zone) in which the vacancy occurs. Such vote shall take place at its next meeting or through voting by communication, as determined by a vote in a manner set by the president.

Article 6 Officers

6.010. Election of Officers at Convention.

6.020. Duties of Officers.

~~**6.020.**~~ **6.030.** Selection of Vice-President and Treasurer.

~~**6.030.**~~ **6.040.** Election and Term of General Secretary.

~~**6.040.**~~ **Directors Not Eligible for Re-election.**

6.050. Qualifications of Officers.

6.060. Term of Office. Terms of Officers.

6.070. Vacancy in the Office of President.

6.080. Vacancy in the Office of President-elect.

~~**6.090. Vacancies**~~ **Vacancy** in the Offices of Vice-President or Treasurer.

~~6.100.~~ Vacancy in the Office of General Secretary.

~~6.110.~~ Disability of Board Member.

~~6.120.~~ Vacancy in the Office of Governor.

~~6.130.~~ **6.100.** Compensation of Officers.

~~6.140.~~ Duties of Officers.

6.010. Election of Officers at Convention.

The officers to be elected at the annual convention ~~shall be~~ are the president, directors, and governors of RI; and the president, vice-president, and honorary treasurer of RIBI.

6.020. Duties of Officers.

6.020.1. President.

The president as the highest officer of RI shall:

(a) be a positive and motivational leader for Rotarians worldwide

(b) be the chair of the board and preside at its meetings

(c) be the principal person to speak for RI

(d) preside at all conventions and other international RI meetings

(e) counsel the general secretary

(f) have further duties and responsibilities as assigned by the board.

6.020.2. President-elect.

The person elected as president serves as president-elect, and as a board member, in the year after election. The president-elect is not eligible for selection as vice-president. ~~The president or the board may assign the president-elect duties in addition to those in these bylaws or that accompany membership on the board.~~

6.020.3. General Secretary.

The general secretary is RI's chief operating officer responsible:

(a) for day-to-day management of RI under the board's direction and control

(b) to the president and board for implementation of their policies and for RI's operations and administration, including financial operation

(c) for communicating with Rotarians and clubs the board's policies

(d) solely for the supervision of the secretariat staff

(e) for making an annual report to the board, which shall, upon approval by the board, be submitted to the convention

(f) for giving bond for the faithful discharge of those duties in a sum and with sureties as required by the board.

6.020.4. Treasurer.

The treasurer

(a) shall regularly receive financial information from, and confer with, the general secretary on the management of RI finances

(b) makes appropriate reports to the board and the annual convention

(c) may have additional duties to those in these bylaws or that accompany membership on the board as assigned by the president or the board.

~~6.020.~~ **6.030.** Selection of Vice-President and Treasurer.

The vice-president and treasurer ~~shall be~~ are selected by the incoming president at the board's first meeting from among the second-year directors ~~serving the second year of their term of office, each to serve a term of one year~~ for a one-year term beginning on 1 July.

~~6.030.~~ **6.040.** Election and Term of General Secretary.

The board elects a Rotarian as general secretary ~~shall be elected by the board~~ for a term of not more than five years. The election ~~shall take~~ takes place by 31 March in the final year of the general secretary's term or if a vacancy occurs. The new term ~~shall commence on~~ begins 1 July.

Commented [COL31]: Moved from 6.140.1.

Commented [COL32]: Moved from 6.060.2.

Commented [COL33]: Moved from 6.140.2.

Commented [COL34]: Moved from 6.140.3.

Commented [COL35]: Moved from 6.140.4.

Commented [COL36]: Moved from 6.100.

1 unless the board sets a different date following such the election. The general secretary shall be
2 eligible for re-election may be re-elected.

3
4 ~~6.040. Directors Not Eligible for Re-election.~~

5 No person who has served a full term as director, as defined in the bylaws or as determined by
6 the board, may again hold office as director except as a president or president-elect.

Commented [COL37]: Moved to
5.080.2.

7
8 **6.050. Qualifications of Officers.**

9
10 6.050.1. ~~Club Membership Generally.~~

11 Each officer of RI shall be a member in good standing of a club. No elected officer, except the
12 general secretary, shall be an employee of any club, district, or RI.

Commented [COL38]: Moved
from 11.040.20.

13
14 6.050.2. *President.*

15 A candidate for the office of president of RI shall have served a full term as a director of RI prior
16 to before being nominated for such office except where to serve as president, unless the board
17 determines that service for less than a full term may be determined by the board to satisfy
18 satisfies the intent of this provision.

19
20 ~~6.050.3. Director.~~

21 A candidate for the office of director of RI shall have served a full term as a governor of RI prior
22 to being proposed as such candidate (except where service for less than a full term may be
23 determined by the board to satisfy the intent of this provision) with at least three years of time
24 having elapsed since service as a governor. Such candidate shall also have attended at least two
25 institutes and one convention in the 36-month period prior to being proposed.

Commented [COL39]: Moved to
5.080.2.

26
27 **6.060. Term of Office. Terms of Officers.**

28
29 6.060.1. *Officers.*

30 The term of each officer shall on 1 July following such election except for the office of president,
31 director, and governor. All officers, except directors, shall serve for a term of one year or until
32 their successors have been duly elected. All directors shall serve a term of two years or until
33 their successors have been duly elected. Officers begin their term of office on 1 July and serve a
34 term of one year or until their successors have been elected, unless otherwise specified in these
35 bylaws.

36
37 ~~6.060.2. Office of President-elect.~~

38 The person elected as president shall serve as president-elect and member of the board in the
39 year following such election. The president-elect shall not be eligible for selection as vice-
40 president. The president-elect shall serve as president following a one-year term as president-
41 elect.

Commented [COL40]: Moved to
6.020.2.

42
43 ~~6.060.3. Office of Director.~~

44 The term of office of each director shall begin on 1 July in the year next following such election.

Commented [COL41]: Moved to
5.080.1.

45
46 **6.070. Vacancy in the Office of President.**

47 In the event of a vacancy in If the office of president is vacant, the vice-president shall succeed
48 to the office of becomes president and selects a new vice-president from among the remaining
49 members of the board. Vacancies on the board shall be filled in accordance with section 5.080.
50 of the bylaws.

51
52 6.070.1. *Simultaneous Vacancies in the Offices of President and Vice-President.*

53 In the event of simultaneous vacancies in If both the offices of president and vice-president are
54 vacant, the board shall elect from among its members (other than the president-elect) a new
55 president who shall then selects a new vice-president. Vacancies on the board shall be filled in
56 accordance with section 5.080. of the bylaws.

1 **6.080. Vacancy in the Office of President-elect.**

2
3 **6.080.1. Vacancy Prior to Next Convention.**

4 ~~Where the position~~ If the office of president-elect becomes vacant prior to the adjournment of
5 before the next convention adjourns, the nominating committee for president shall select a new
6 nominee for president for the year during which such ~~when the~~ president-elect would have
7 served as president. Such ~~This selection shall be made as soon as practicable at its regularly~~
8 ~~scheduled occur at the committee's next meeting or in at an emergency meeting of the~~
9 ~~committee by means set by the president. If such meeting is not practicable, the selection may~~
10 ~~be made in a ballot by mail or by other rapid means of communication.~~

11
12 **6.080.2. Filling Vacancy by Nominating Committee Procedure.**

13 ~~A The nominating committee may select as the new nominee for president the person selected~~
14 ~~pursuant to sections 12.050. and 12.060. may be named by the committee to be the new~~
15 ~~nominee for president. In such cases, the committee shall 11.050. and 11.060. and then select a~~
16 ~~new another nominee for the position of president-elect.~~

17
18 **6.080.3. Presidential Duties in Filling Vacancies.**

19 ~~The president shall determines the procedure for nominations to fill for a president-elect~~
20 ~~vacancy in the position of president-elect. These procedures shall include transmitting sending~~
21 ~~the committee's report of the committee to clubs, and for nominations by clubs. Such~~
22 ~~provisions shall be in harmony with and substantially follow sections 12.060., 12.070., and~~
23 ~~12.080. 11.060., 11.070., and 11.080. to the extent that time permits. In the event the proximity~~
24 ~~of the date of the vacancy to the convention does not permit a suitable period of time for the~~
25 ~~report of the committee to be mailed to all clubs and for nomination by clubs of challenging~~
26 ~~candidates in advance of the convention, the general secretary shall give such notice of the~~
27 ~~report of the committee as is reasonably possible and nominations by club delegates of~~
28 ~~challenging candidates on the floor of the convention shall be permitted. If the vacancy occurs~~
29 ~~so close to the convention that (i) the committee's report cannot be sent to all clubs and (ii)~~
30 ~~challenging candidates cannot be nominated before the convention, the general secretary shall~~
31 ~~give notice of the committee's report as is reasonably possible and club delegates may nominate~~
32 ~~challenging candidates on the floor of the convention.~~

33
34 **6.080.4. Vacancy Immediately Preceding Assumption of Office.**

35 ~~Where the position~~ If the office of president-elect becomes vacant following the adjournment of
36 ~~the convention immediately preceding assumption of~~ after the convention adjourns, but before
37 ~~taking the office of president, such the vacancy shall be considered as occurring to occur on 1~~
38 ~~July and be filled in accordance with section 6.070.~~

39
40 **6.080.5. Contingencies Pertaining to for Vacancies.**

41 ~~The president shall determine the procedure to be followed where for a contingency arises for~~
42 ~~which there is no provision in not contemplated by this section.~~

43
44 **6.090. Vacancies Vacancy in the Offices of Vice-President or Treasurer.**

45 ~~In the event of For~~ For a vacancy in the offices of vice-president or of treasurer, the president shall
46 select a second-year director in the director's second year on the board to fill the unexpired
47 term.

48
49 ~~**6.100. Vacancy in the Office of General Secretary.**~~

50 ~~In the event of a vacancy in the office of general secretary, the board shall elect a Rotarian for a~~
51 ~~term of up to five years to be effective as of the date determined by the board.~~

52
53 ~~**6.110. Disability of Board Member.**~~

54 ~~In the event that a member of the board becomes disabled, to the extent of being unable to~~
55 ~~discharge the duties of the office, as determined by a three-fourths vote of the entire board, the~~
56 ~~member shall forfeit the office upon such determination and be replaced as provided in the~~
57 ~~bylaws.~~

Commented [COL42]: Moved to 6.040.

Commented [COL43]: Moved to 5.090.

~~6.120. Vacancy in the Office of Governor.~~

Commented [COL44]: Moved to 17.060.

~~6.120.1. Vice Governor.~~

~~The nominating committee for governor may select one available past governor, proposed by the governor elect, to be named vice governor who shall serve during the year following selection. The role of the vice governor will be to replace the governor in case of temporary or permanent inability to continue in the performance of the governor's duties. If no selection is made by the nominating committee, the governor elect may select a past governor as vice governor.~~

~~6.120.2. Authority of Board and President.~~

~~If there is no vice governor, the board is authorized to elect a qualified Rotarian to fill a vacancy in the office of governor for the unexpired term. The president may appoint a qualified Rotarian as acting governor until such vacancy is filled by the board.~~

~~6.120.3. Temporary Inability to Perform Duties of Governor.~~

~~If there is no vice governor, the president may appoint a qualified Rotarian as acting governor during a period of temporary inability of a governor to perform the duties of governor.~~

~~6.130: 6.100. Compensation of Officers.~~

~~The general secretary shall be the only officer to receive compensation, as set by the board. The board shall fix such compensation. There shall be no payments, including any expressions of appreciation, honoraria or similar payments, to any other officer or the president-nominee, other than reimbursement of reasonable, documented expenditures as authorized pursuant to by the board's expense reimbursement policy established by the board.~~

~~6.140. Duties of Officers.~~

Commented [COL45]: Moved to 6.020.

~~6.140.1. President.~~

~~The president shall be the highest officer of RI. As such, the president:~~

- ~~(a) shall be a positive and motivational leader for Rotarians worldwide;~~
- ~~(b) shall be the chair of the board and preside at all meetings of the board;~~
- ~~(c) shall be the principal person to speak on behalf of RI;~~
- ~~(d) shall preside at all conventions and other international RI meetings;~~
- ~~(e) shall counsel the general secretary; and~~
- ~~(f) shall have such further duties and responsibilities as assigned by the board.~~

~~6.140.2. President elect.~~

~~The president elect shall have only such duties and powers as arise from these bylaws and from membership on the board, but may be assigned further duties by the president or the board.~~

~~6.140.3. General Secretary.~~

~~The general secretary shall be the chief operating officer of RI. As chief operating officer, the general secretary shall be responsible for the day to day management of RI under the direction and control of the board. The general secretary shall be responsible to the president and board for the implementation of its policies and for the operations and administration, including the financial operation, of RI. The general secretary also shall communicate with Rotarians and clubs the policies established by the board. The general secretary shall be solely responsible for the supervision of the secretariat staff. The general secretary shall make an annual report to the board. Upon approval by the board, the annual report shall be submitted to the convention. The general secretary shall give bond for the faithful discharge of those duties in a sum and with sureties as required by the board.~~

~~6.140.4. Treasurer.~~

~~The treasurer shall regularly receive financial information from and confer with the general secretary regarding the management of RI finances. The treasurer shall make appropriate reports to the board and shall also make a report to the annual convention. The treasurer shall~~

1 have only such duties and powers as arise from membership on the board, but may be assigned
2 further duties by the president or by the board.

3 4 **Article 7 Council on Legislation**

5 **7.010.** Types of Legislation.

6 **7.020.** Who May Propose Legislation.

7 **7.030.** District Endorsement of Club Legislation.

8 **7.040.** Purpose and Effect Statement.

9 ~~7.035.~~ **7.050.** Deadline for ~~Proposed~~ Enactments and Position Statements.

10 ~~7.037.~~ **7.060.** Duly Proposed Enactments; Defective ~~Proposed~~ Enactments and Position
11 Statements.

12 ~~7.040.~~ **7.070.** Review of ~~Proposed~~ Legislation.

13 ~~7.050.~~ **Board Examination of Proposed Legislation.**

14 **7.080.** Interim Provisions.

15 ~~7.060.~~ **Consideration of 7.090.** Emergency Legislation.

16
17 **7.010.** *Types of Legislation.*

18 ~~Legislation to be considered by the~~ The council on legislation shall be limited to proposed
19 ~~consider~~ enactments and proposed position statements. Legislation Enactments are legislation
20 seeking to amend the constitutional documents shall be known as proposed enactments.
21 Legislation Position statements are legislation seeking to state a RI's position of RI shall be
22 known as proposed position statements.

23
24 **7.020.** *Who May Propose Legislation.*

25 ~~Proposed enactments~~ Enactments may be proposed by a club, a district conference, the general
26 council or conference of RIBI, the council on legislation, and or the board. ~~Proposed~~ Only the
27 board may propose position statements ~~may only be proposed by the board.~~ The board shall not
28 propose legislation ~~relating~~ related to ~~The Rotary Foundation TRF~~ without the prior agreement
29 of by the TRF trustees.

30
31 **7.030.** *District Endorsement of Club Legislation.*

32 ~~Proposed enactments from a club~~ Club-proposed enactments must be endorsed by the clubs of
33 ~~the its~~ district at a district conference, a district legislation meeting, or an RIBI district council.
34 Where time does not allow proposed enactments to be submitted to the district conference, a
35 district legislation meeting, or RIBI district council, the proposed enactments may be submitted
36 to the clubs of the district ~~through by a club~~ ballot by mail conducted by the governor. ~~Such~~
37 ~~Any club ballot by mail~~ shall follow the procedures in section ~~14.040.~~ 13.050. as closely as
38 possible. ~~An proposed~~ enactment delivered to the general secretary shall be ~~accompanied by a~~
39 ~~certificate from~~ certified by the governor stating that it has been ~~considered by the district~~
40 conference, a district legislation meeting, RIBI district council, or in a ballot by mail and has
41 been endorsed. ~~No d~~ Districts should not propose or endorse more than a total of five proposed
42 enactments per council on legislation.

43
44 **7.040.** *Purpose and Effect Statement.*

45 All legislation shall include a purpose and effect statement, not longer than 300 words,
46 identifying the issue the legislation addresses and explaining how the legislation resolves it.

47
48 ~~7.035.~~ **7.050.** *Deadline for Proposed Enactments and Position Statements.*

49 ~~Proposed enactments~~ shall be delivered to the general secretary in writing no later than The
50 general secretary must receive enactments by 31 December in the year preceding before the
51 council. The board may propose and deliver to the general secretary enactments it determines
52 to be of an urgent nature no later than by 31 December in the year of before the council on
53 legislation convenes. ~~Position statements also may be offered by the board and acted upon by~~
54 the council on legislation at The board may propose position statements any time prior to the
55 adjournment of before the council on legislation adjourns.

Commented [COL46]: Moved
from 7.037.1.

~~7.037. 7.060.~~ *Duly Proposed Enactments; Defective ~~Proposed~~ Enactments and Position Statements.*

~~7.037.1. 7.060.1.~~ *Duly Proposed Enactments.*

A ~~proposed~~ An enactment is duly proposed if: it complies with sections 7.020., 7.030., 7.040., and 7.050.

(a) ~~it is delivered to the general secretary under the deadlines contained in section 7.035. of the bylaws;~~

(b) ~~it complies with the requirements of section 7.020. of the bylaws regarding who may propose legislation;~~

(c) ~~when it is proposed by a club, the requirements of section 7.030. of the bylaws regarding district endorsement have been met; and~~

(d) ~~the proposer provides a statement of purpose and effect, not to exceed 300 words, identifying the issue or problem that the legislation seeks to address and explaining how the proposal addresses or resolves such problem or issue.~~

Commented [COL47]: Moved to 7.040.

~~7.037.2. 7.060.2.~~ *Defective Enactments.*

An ~~proposed~~ enactment is defective if it:

(a) ~~it~~ is subject to two or more inconsistent meanings;

(b) ~~it~~ fails to amend all affected parts of the constitutional documents;

(c) ~~its adoption~~ would violate governing law;

(d) ~~it~~ would amend the standard Rotary club constitution ~~in a way that would~~ to conflict with the RI bylaws or the RI constitution ~~or it~~

(e) ~~would~~ amend the RI bylaws ~~in a way that would~~ to conflict with the RI constitution;

(e) (f) ~~it~~ would be impossible to administer or enforce.

~~7.037.3. 7.060.3.~~ *Defective ~~Proposed~~ Position Statements.*

A ~~proposed~~ position statement is defective if ~~it is in the form of a position statement, but it fails to state a proposed position of RI.~~

~~7.040. 7.070.~~ *Review of ~~Proposed~~ Legislation.*

The constitution and bylaws committee shall review all legislation submitted to the general secretary ~~for transmittal to the council on legislation and may: approve the purpose and effect statements for legislation before publication.~~

~~7.040.1. on behalf of the board, recommend to proposers suitable changes to correct proposed legislation that is defective;~~

~~7.040.2. on behalf of the board, recommend to proposers of substantially similar legislation compromise legislation in substitution for their proposals;~~

~~7.040.3. recommend to the board for transmittal by the general secretary to the council alternate legislation which best expresses the objective of the similar legislation where proposers cannot agree to compromise legislation;~~

~~7.040.4. recommend to the board whether legislation is duly proposed and whether it is defective;~~

~~7.040.5. recommend to the board that the general secretary not transmit to the council on legislation legislation determined by the committee to be defective; and~~

~~7.040.6. carry out other duties defined in subsection 9.140.2.~~

~~7.050.~~ *Board Examination of Proposed Legislation.*

The board ~~(by authorizes the constitution and bylaws committee acting on its behalf) shall to~~ examine the text of all proposed legislation, and shall advise the proposers of any defects, ~~in the proposed legislation and recommend, where feasible, corrective action.~~

~~7.050.1.~~ 7.070.1. Similar Legislation.

~~Where~~ For substantially similar legislation is proposed, the board ~~(by authorizes the~~
constitution and bylaws committee acting on its behalf) ~~may to~~ recommend compromise
legislation to the proposers. ~~Where~~ If the proposers do not agree to ~~such the~~ compromise
legislation, the board, on the advice of the constitution and bylaws committee, may direct the
general secretary to transmit to the council ~~on legislation~~ alternate legislation ~~which best that~~
expresses the objective of the similar proposals. ~~Such compromise~~ Compromise and alternate
legislation, ~~shall be so~~ designated as such and ~~shall, is~~ not be subject to the established
deadlines.

~~7.050.2.~~ 7.070.2. Legislation Not Transmitted to the Council on Legislation.

~~Where~~ If the board, on the advice of the constitution and bylaws committee, acting in
accordance with section 7.040.4., determines that proposed legislation is not duly proposed, ~~or~~
is duly proposed but defective, the board shall direct that the legislation not be transmitted to
the council on legislation for consideration, and where it determines that proposed legislation is
defective, the board may direct that the proposed legislation not be ~~it is not~~ transmitted to the
council ~~on legislation~~ for consideration. In the event of any such action by the board, The
general secretary shall notify the proposer, who then shall thereupon be notified by the general
secretary. In either such event, the proposer must secure the consent of two-thirds of the
members of the council representatives to have the proposed legislation considered by the
council ~~on legislation~~.

~~7.050.3.~~ 7.070.3. Amendments to the Council and Transmittal of Legislation.

~~All amendments~~ Amendments to legislation must be submitted by the proposers to the general
secretary ~~not later than by~~ 31 March of the year ~~preceeding before~~ the council, ~~on legislation~~
unless the deadline is extended by the board (through the constitution and bylaws committee
acting on its behalf).

7.070.4. Transmittal of Legislation.

Subject to the provisions of section 7.050.2., ~~the~~ The general secretary shall transmit to the
council ~~on legislation~~ all duly proposed and not defective legislation, including all timely
amendments.

~~7.050.4.~~ 7.070.5. Publication of Proposed Legislation.

The general secretary will provide a copy of all duly proposed and not defective legislation
together with the proposer's statement of purpose and effect, as reviewed and approved by the
constitution and bylaws committee, to each governor, to all and council members of the council
~~on legislation~~, and to the secretary of any club that requests it, ~~no later than by~~ 30 September in
the year of the council ~~on legislation~~ shall be convened. The proposed legislation also will be
made available via Rotary's website.

~~7.050.5.~~ 7.070.6. Council Consideration of Legislation.

The council ~~on legislation~~ shall consider and act upon ~~such~~ duly proposed and not defective
legislation and any proffered amendments.

7.080. Interim Provisions.

Interim provisions shall expire when they are no longer applicable.

Commented [COL48]: Moved
from 9.180.

~~7.060.~~ Consideration of 7.090. Emergency Legislation.

~~The board, b~~ By a ~~two-thirds~~ 90 percent vote of the entire board, ~~may declare that an emergency~~
exists and authorize consideration of legislation as follows: extraordinary council may be called
in accordance with article 10, section 5 of the RI constitution.

Commented [COL49]: This is a
change to match the language in the
RI Constitution Article 10, section 5.

7.060.1. Emergency Legislation Considered by the Council.

Legislation proposed to an extraordinary meeting of the council may be considered at such
council even though such legislation does not comply with the prescribed dates for filing such
legislation as prescribed by the respective constitutional documents, provided that the

procedures prescribed therein shall be An extraordinary council may consider legislation that does not comply with the filing dates prescribed by the constitutional documents, so long as the prescribed procedures are followed to the extent that time permits.

~~7.060.2. Adoption of Legislation.~~

Adoption of emergency legislation at an extraordinary council requires a A two-thirds affirmative vote of those present and voting shall be required for the adoption of legislation by the council in an emergency under these provisions.

Article 8 Council on Resolutions

8.010. Meeting of the Council on Resolutions.

8.020. Resolutions.

8.030. Who May Propose Resolutions.

8.040. District Endorsement of Club Resolutions.

8.050. Deadline for ~~Proposed~~ Resolutions.

8.060. Duly Proposed Resolutions; Defective ~~Proposed~~ Resolutions.

8.070. Review of Proposed Resolutions.

8.080. ~~Board Examination of Proposed Resolutions.~~ Resolutions Not Transmitted to the Council.

8.090. Council Consideration of Resolutions.

8.100. Adoption of Resolutions.

8.010. *Meeting of the Council on Resolutions.*

~~There shall be a A council on resolutions conducted convenes annually. The council on resolutions shall be convened through by electronic communications means to consider resolutions.~~

8.020. *Resolutions.*

~~Proposals that Resolutions are expressions of opinions of by the council on resolutions shall be known as resolutions.~~

8.030. *Who May Propose Resolutions.*

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

8.040. *District Endorsement of Club Resolutions.*

~~Proposed resolutions from a club Club-proposed resolutions must be endorsed by the clubs of the its district at a district conference, a district legislation meeting, or RIBI district council, or a club ballot. A proposed resolution delivered to the general secretary shall be accompanied by a certificate from certified by the governor stating that it has been considered by the district conference, a district legislation meeting, RIBI district council, or in a ballot by mail and has been endorsed.~~

8.050. *Deadline for ~~Proposed~~ Resolutions.*

~~Proposed resolutions shall be delivered to the general secretary in writing no later than The general secretary must receive proposed resolutions by 30 June in the year prior to the year in which they are to be considered by before the council on resolutions convenes. Resolutions also may be offered by the board and acted upon by the council on resolutions at any time prior to the adjournment of the council. The board may propose resolutions any time before the council adjourns.~~

8.060. *Duly Proposed Resolutions; Defective ~~Proposed~~ Resolutions.*

8.060.1. *Duly Proposed Resolutions.*

~~A proposed resolution is duly proposed if: it complies with sections 8.030., 8.040., and 8.050.~~

~~(a) it is delivered to the general secretary under the deadlines contained in section 8.050. of the bylaws;~~

- (b) it complies with the requirements of section 8.030. of the bylaws regarding who may propose a resolution; and
(c) when it is proposed by a club, the requirements of section 8.040. of the bylaws regarding district endorsement have been met.

8.060.2. *Defective Resolutions.*

A proposed resolution is defective if it:

- (a) it would require an action, or express an opinion, that is in conflict with the letter or spirit of the constitutional documents; or
(b) it is not within the framework of the RI's program of RI.

8.070. Review of Proposed Resolutions.

The constitution and bylaws committee shall review all proposed resolutions submitted to the general secretary for transmittal to the council on resolutions and may recommend to the board whether:

8.070.1. a proposed resolution is duly proposed; and

8.070.2. the general secretary not transmit to the council on resolutions proposed resolutions determined by the committee to be defective.

8.080. Board Examination of Proposed Resolutions.

The board (by authorizes the constitution and bylaws committee acting on its behalf) shall to examine the text of all proposed resolutions and shall advise the proposers of any defects in the proposed resolutions. The committee recommends to the board if the resolution is duly proposed and not defective.

~~8.080.1.~~ **8.080. Resolutions Not Transmitted to the Council.**

~~Where~~ If the board, on the advice of the constitution and bylaws committee, determines that proposed resolutions are not duly proposed, or are duly proposed but defective, the board shall direct that the proposed resolutions not be they are not transmitted to the council for consideration. In the event of any such action by the board, the proposer shall thereupon be notified by the general secretary and the general secretary shall notify the proposers.

~~8.080.2.~~ **8.090. Council Consideration of Resolutions.**

The council on resolutions shall consider and act upon such duly proposed resolutions.

~~8.080.3.~~ **8.100. Adoption of Resolutions.**

~~Resolutions may be adopted by the~~ Adoption of resolutions requires an affirmative vote of at least a majority of those voting at the council on resolutions.

Article 9 Members of the Council on Legislation and Council on Resolutions

~~9.010. Members of the Council on Legislation and Council on Resolutions.~~ Representatives.

~~9.020. Qualifications of Voting Members of the Councils~~ Representatives.

~~9.030. Duties of District Representatives to the Councils.~~

~~9.040. Terms of Representatives.~~

~~9.050. Designation and Duties of Officers.~~

~~9.060;~~ **9.050.** Selection of Representatives by Nominating Committee Procedure.

~~9.070;~~ **9.060.** Election of Representatives at the District Conference.

~~9.080;~~ **9.070.** Election of Representatives Through Ballot by Mail by Club Ballot.

~~9.090.~~ Notice.

9.080. Report and Publication of Representatives' Names.

9.090. Representative or Alternate Unable to Serve.

9.100. Credentials Committee.

9.110. Council Officers.

~~9.110.~~ Members-at-Large.

9.120. Council Operations Committee.

~~9.120. 9.130.~~ Quorum for the Councils and Voting.
~~9.130. 9.140.~~ Procedures of the Councils.
~~9.140.~~ Council Operations Committee; Duties of the Constitution and Bylaws Committee.
~~9.150.~~ Action of the Councils Post-Council Proceedings.
~~9.160.~~ Site Selection.
~~9.170. 9.160.~~ Extraordinary Meetings of the Council.
~~9.180.~~ Interim Provisions.

9.010. Members of the Council on Legislation and Council on Resolutions.
The council on legislation and the council on resolutions shall be composed of the following voting and non-voting members:

~~9.010.1. Representatives.~~

Representatives are the voting members of the council on legislation and council on resolutions.
There shall be Each district elects one representative elected by the clubs of each district as
provided in sections 9.050., 9.060., and 9.070., and 9.080. Each A non-districted club shall
designate a convenient select a district whose representative shall represent the club. The
representative shall be a voting member.

~~9.010.2. Chair, Vice Chair, and Parliamentarian.~~

A chair, vice chair, and parliamentarian of the councils shall be selected by the incoming
president in the year immediately prior to the council on legislation and shall serve for three
years or until a successor has been selected. The chair and vice chair shall be non-voting
members except that, when presiding, either may cast the deciding vote in the case of a tie vote.

~~9.010.3. Constitution and Bylaws Committee.~~

The members of the constitution and bylaws committee of RI shall be non-voting members of
the councils and shall serve on the council operations committee. They shall have the duties
and responsibilities as provided in subsections 9.140.1. and 9.140.2.

~~9.010.4. President, President elect, Directors, and General Secretary.~~

The president, president elect, other members of the board, and general secretary shall be non-
voting members of the councils.

~~9.010.5. Past Presidents.~~

All past presidents of RI shall be non-voting members of the councils.

~~9.010.6. Trustees.~~

A trustee of The Rotary Foundation, elected by the trustees, shall be a non-voting member of the
councils.

~~9.010.7. Members at Large.~~

There may be as many as three members at large who shall be non-voting members of the
councils on legislation if appointed by the president. Such members at large shall have the
duties and responsibilities as hereinafter provided in section 9.110. and shall serve under the
direction of the chair of the council.

9.020. Qualifications of Voting Members of the Councils Representatives.

9.020.1. Club Member.

Each member of a council representative shall

(a) be a member of a club in the district represented.

9.020.2. Past Officer.

Each representative shall

(b) have served a full term as an officer of RI officer at the time of election. However, upon
certification by the governor, with the concurrence of the president of RI that no past

Commented [COL50]: Moved to 9.110.

Commented [COL51]: Moved to 9.110.5.

Commented [COL52]: Moved to 9.110.6.

Commented [COL53]: Moved to 9.110.6.

Commented [COL54]: Moved to 9.110.6.

Commented [COL55]: Moved to 9.110.7.

officer is available in the district if the governor certifies, and the RI president concurs,
that no past officer is available in the district, a Rotarian who ~~has~~ served less than a full
term as governor or the governor-elect may be elected.

~~9.020.3. Qualifications.~~

To qualify for service at a council, a representative must be informed of the qualifications and
submit to the general secretary a signed statement that the Rotarian

- (c) understands the qualifications, duties, and responsibilities of a representative; is and be
qualified, willing, and able to ~~assume and perform faithfully such the~~ duties and
responsibilities of a representative; ~~and shall attend the meeting of the council on~~
legislation for its full duration and actively participate in the council on resolutions.

Commented [COL56]: Found in
9.030. (f) and (g)

~~9.020.4. 9.020.1. Not Eligible.~~

~~A n~~ Non-voting members of a the councils ~~or a~~ and full-time, salaried employees of RI, ~~or of any~~
districts, or any club(s) shall clubs shall not be eligible to serve as a voting members of a the
councils.

9.030. Duties of District Representatives to the Councils.

It shall be the duty of a A representative to shall:

- (a) assist clubs in preparing their proposals for each council enactments and resolutions;
- (b) discuss ~~proposed~~ legislation and resolutions at the district conferences and/or other
district meetings;
- (c) be knowledgeable of the existing about the attitudes of Rotarians within the district;
- (d) ~~give critical consideration to~~ consider carefully all legislation and ~~proposed~~ resolutions
presented to the councils and effectively communicate ~~those~~ their views to the councils;
- (e) act as an objective legislator of RI;
- (f) attend the meeting of the council on legislation for its full duration;
- (g) participate in the council on resolutions;
- (h) report on the council deliberations of the councils to the clubs of the district, following the
meetings of the councils; and
- (i) ~~be accessible to clubs in the district to assist in their preparation of proposals for future~~
councils.

9.040. Terms of Representatives.

The term of each a representative shall begins on 1 July in the year following after the year in
which they are to be selected of selection. Each representative shall serve for a term of three
years or until a successor has been is selected and certified.

~~9.050. Designation and Duties of Officers.~~

The council officers shall consist of the chair, vice chair, parliamentarian, and secretary.

Commented [COL57]: Moved to
9.110.

~~9.050.1. Chair.~~

The chair shall be the presiding officer of the councils and shall have such other duties as may
be specified in the bylaws and in the applicable rules of procedure and as generally pertain to
such office.

Commented [COL58]: Moved to
9.110.1.

~~9.050.2. Vice Chair.~~

The vice chair shall serve as presiding officer as the chair may determine or as circumstances
may otherwise require. The vice chair shall also assist the chair as determined by the chair.

Commented [COL59]: Moved to
9.110.2.

~~9.050.3. Parliamentarian.~~

The parliamentarian shall advise and counsel the chair and the councils on matters of
parliamentary procedure.

Commented [COL60]: Moved to
9.110.3.

~~9.050.4. Secretary.~~

The general secretary shall be the secretary of the councils or, with the approval of the president,
may appoint another person to serve as secretary.

Commented [COL61]: Moved to
9.110.4.

1 **9.060: 9.050. Selection of Representatives by Nominating Committee Procedure.**

2
3 **9.060.1. Selection.**

4 The representative and ~~the an~~ alternate representative should be selected by a nominating
5 committee procedure based on section 13.030. to the extent it is not in conflict with this section.
6 If a district fails to adopt a method for selecting members of a nominating committee, the
7 nominating committee shall be composed of all past governors who are members of a club in
8 that district and are willing and able to serve. ~~The nominating committee procedure, including~~
9 ~~any challenges and a resulting election, shall be conducted and completed in the year two years~~
10 ~~preceding the council on legislation. The nominating committee procedure shall be based on~~
11 ~~the nominating committee procedure for district governors set forth in section 14.020. to the~~
12 ~~extent it is not in conflict with this section. A candidate for representative shall not be eligible to~~
13 ~~serve on the committee. Representatives shall be selected by 30 June of the year two years~~
14 ~~before the council on legislation.~~

Commented [COL62]: Moved
from 9.060.2.

15
16 **9.060.2. Failure to Adopt a Method for Selecting Members of a Nominating Committee.**

17 Any district that fails to adopt a method for selecting members of a nominating committee shall
18 utilize as its nominating committee all past governors who are members of a club in that district
19 and are willing and able to serve. A candidate for representative shall not be eligible to serve on
20 the committee.

Commented [COL63]: Moved to
9.050.

21
22 **9.060.3. Representative and Alternate Unable to Serve.**

23 Where neither the representative nor the alternate representative is able to serve, the governor
24 may designate some other duly qualified member of a club in the district to be the
25 representative to the councils.

Commented [COL64]: Moved to
9.090.

26
27 **9.070: 9.060. Election of Representatives at the District Conference.**

28
29 **9.070.1. 9.060.1. Election.**

30 If the district ~~chooses not to utilize~~ does not use the nominating committee procedure, it may
31 elect the representative and the alternate representative ~~may be elected~~ at the annual district
32 ~~conference of the district~~ or, in the case of an RIBI district ~~in RIBI~~, at the district council. The
33 election shall take place by 30 June in the year two years ~~preceding~~ before the council on
34 legislation or, in the case of an RIBI district ~~in RIBI~~, at the meeting of the district council after 1
35 October in the year two years ~~preceding~~ before the council on legislation.

36
37 **9.070.2. 9.060.2. Nominations.**

38 ~~Any club in a district~~ A club may nominate a qualified member of any club in the district ~~for~~
39 ~~representative where such member has indicated a willingness and ability who is willing and~~
40 ~~able to serve. The club president and secretary shall certify such the nomination in writing and~~
41 ~~forward it to the governor. Such certification must include the signatures of the club president~~
42 ~~and secretary. Such nomination shall be forwarded to the governor for presentation to the~~
43 ~~electors of the clubs at the district conference. If the nominating club is not the candidate's club,~~
44 ~~the candidate's club president and secretary shall also certify the nomination in order for it to be~~
45 ~~accepted.~~

Commented [COL65]: Moved
from 9.070.5.

46
47 **9.070.3. 9.060.3. Selection of Representatives and Alternates.**

48 The candidate receiving a majority of the votes ~~east shall be~~ at the district conference is the
49 representative to the council on legislation and the council on resolutions. If there are only two
50 candidates, the candidate ~~failing to receive~~ not receiving a majority of the votes ~~east shall be~~ is
51 the alternate representative, ~~to serve~~ serving only in the event if the representative is unable to
52 serve. ~~When there are more than two candidates, the balloting shall be by single transferable~~
53 ~~ballot. At such point in the balloting by the single transferable ballot system that one candidate~~
54 ~~receives a majority of the votes cast, the candidate who has the second highest number of votes~~
55 ~~shall be the alternate representative. Each club shall designate one elector to cast all of its votes.~~
56 All votes from a club with more than one vote shall be cast for the same candidate. For votes
57 requiring or utilizing a single transferable ballot with three or more candidates, all votes from a

club with more than one vote shall be cast for the same ordered choices of candidates. Voting procedure shall follow sections 13.050. and 13.050.1. to the extent possible.

~~9.070.4.~~ 9.060.4. One Candidate for Representative.

~~No~~ If there is only one candidate, no ballot shall be is required, and where there is only one nominee in a district. In such cases, the governor shall declare such nominee that candidate the representative to the councils. The governor shall also and appoint a qualified Rotarian who is a member of a club in the district as the alternate representative.

~~9.070.5.~~ Suggestions by Clubs for Representative.

In the event the club nominating the candidate is not the candidate's club, for the nomination to be accepted, the candidate's club shall expressly agree in writing, and such document should be signed by both the club's president and secretary.

Commented [COL66]: Moved to 9.060.2.

~~9.080.~~ 9.070. Election of Representatives Through Ballot by Mail by Club Ballot.

~~9.080.1. Board~~ 9.070.1. Authorization for Club Ballot by Mail.

In certain circumstances, the The board may authorize a district to select the representative and the alternate representative to the councils in a ballot by mail by a club ballot. Alternatively, a majority of electors present and voting at a district conference may vote to select the representative and the alternate by a club ballot. When authorized at the district conference, the club ballot shall be conducted in the month after the district conference.

Commented [COL67]: Moved from 9.080.2.

9.070.2. Nominations.

In such case, the The governor shall prepare and cause to be mailed to the secretary of every club in the district send an official call for nominations for representative to the clubs in the district. All The club president and secretary shall send certified nominations to the governor must be made in writing and signed by the president and the secretary of the club. If the club nominating a candidate is not the candidate's club, the candidate's club president and secretary shall also certify the nomination to the governor. The All nominations must be received by the governor on or before a date to be fixed by the date set by the governor. The governor shall cause to be prepared and mailed to each club a ballot naming in alphabetical order the qualified nominees so offered and shall conduct the ballot by mail. Those candidates whose written requests for exclusion from the ballot are received no later than the date fixed by the governor shall be excluded from such ballot. Each club shall be entitled to at least one vote. Any club with a membership of more than 25 shall be entitled to one additional vote for each additional 25, or major fraction thereof, of its members. Such membership shall be determined by the number of members in the club as of the date of the most recent club invoice preceeding the date on which the vote is to be held. However, any club whose membership in RI has been suspended by the board shall not be entitled to participate in the voting. The governor may appoint a committee for the purpose of conducting the ballot by mail procedure as provided herein.

Commented [COL68]: Moved from 9.080.3.

~~9.080.2.~~ 9.070.3. Election Through Ballot by Mail By Club Ballot.

A majority vote of electors present and voting at a district conference may vote to have the selection of the representative and the alternate representative to the councils pursuant to a ballot by mail. The ballot by mail shall be conducted in the month immediately following such annual district conference. The governor shall conduct a club ballot by sending each club a ballot with the qualified candidates in alphabetical order. Any candidate who requests to be excluded from the ballot by a date set by the governor shall be excluded from the ballot. The number of a club's votes is determined by the formula in subsection 16.050.1. The governor may appoint a committee to conduct the club ballot, substantially following this section. Such ballot by mail shall be conducted in accordance with the provisions set forth in subsection 9.080.1.

Commented [COL69]: Moved to 9.070.3.

Commented [COL70]: Moved to 9.070.1.

Commented [COL71]: Moved from 9.080.1.

~~9.080.3. Suggestions by Clubs for Representative.~~

~~In the event the club nominating the candidate is not the candidate's club, for the nomination to be accepted, the candidate's club shall expressly agree in writing, and such document should be signed by both the club's president and secretary.~~

Commented [COL72]: Moved to 9.070.2.

~~9.090.~~ *Notice 9.080. Report and Publication of Representatives' Names.*

~~9.090.1. 9.080.1. Report of Representative by Governor to General Secretary.~~

~~The governor shall report the names of the representative and the alternate representative to the councils shall be reported by the governor to the general secretary immediately following their selection.~~

~~9.090.2. 9.080.2. Publication of Representatives to Council Meetings.~~

~~At least 30 days prior to the convening of each before a council convenes, the general secretary shall publish to each representative the names of all representatives as reported by the governors.~~

~~9.090.3. Publication of Names of Chair, Vice Chair, and Parliamentarian.~~

~~The names of the chair, vice chair, and parliamentarian shall be published by the general secretary to all clubs.~~

Commented [COL73]: Moved to 9.110.

~~9.090.~~ *Representative or Alternate Unable to Serve.*

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

Commented [COL74]: Moved from 9.060.3.

~~9.100. Credentials Committee.~~

~~The president shall appoint a credentials committee which shall meet in advance of the council on legislation. The committee shall to examine and certify the credentials. Any action of the committee may be reviewed of representatives, subject to review by the council on legislation.~~

~~9.110. Council Officers.~~

~~The council officers are the chair, vice chair, parliamentarian, and secretary. A chair, vice chair, and parliamentarian shall be selected by the incoming president in the year immediately before the council on legislation and shall serve for three years or until a successor is selected. The general secretary shall publish their names to all clubs. The chair and vice chair are non-voting members except, when presiding, either may vote to break a tie vote.~~

Commented [COL75]: Moved from 9.050.

Commented [COL76]: Moved from 9.010.2.

Commented [COL77]: Moved from 9.090.3.

Commented [COL78]: Moved from 9.010.2.

Commented [COL79]: Moved from 9.050.1.

~~9.110.1. Chair.~~

~~The chair presides over the councils and has the duties specified in the bylaws, the rules of procedure, and those that pertain to the office.~~

~~9.110.2. Vice Chair.~~

~~The vice chair presides when directed by the chair or otherwise required. The vice chair assists the chair as needed.~~

Commented [COL80]: Moved from 9.050.2.

~~9.110.3. Parliamentarian.~~

~~The parliamentarian advises the chair and the councils on matters of parliamentary procedure.~~

Commented [COL81]: Moved from 9.050.3.

~~9.110.4. Secretary.~~

~~The general secretary is the secretary of the councils or, with the approval of the president, may appoint another person to serve as secretary.~~

Commented [COL82]: Moved from 9.050.4.

~~9.110.5. Constitution and Bylaws Committee.~~

~~The members of the constitution and bylaws committee are non-voting members of the councils. The council chair assigns each member items of legislation and resolutions to study in order to inform the councils about their purpose, background, and effect.~~

Commented [COL83]: Moved from 9.010.3.

Commented [COL84]: Moved from 9.140.2.

1 9.110.6. Non-Voting Members.

2 The president, all past presidents, president-elect, other board members, and general secretary
3 are non-voting members of the councils. A TRF trustee, elected by the trustees, is a non-voting
4 member of the councils.

Commented [COL85]: Moved from 9.010.4., 9.010.5., and 9.010.6.

6 9.110.7. Members-at-Large.

7 The president may appoint up to three members-at-large as non-voting members of the council
8 on legislation. Members-at-large serve under the direction of the council chair.

Commented [COL86]: Moved from 9.010.7. and 9.110.

10 ~~9.110. Members-at-Large.~~

11 ~~Immediately following the After publication of the ~~proposed~~ legislation, the council chair of the~~
12 ~~council on legislation shall assigns each member-at-large items of ~~proposed~~ legislation. Each~~
13 ~~member-at-large shall study all ~~proposed~~ the legislation so assigned and be prepared to~~
14 ~~facilitate its consideration of and in order to inform the council on legislation with respect to~~
15 ~~comments for or against adoption of the respective items of legislation which have on matters~~
16 ~~not been covered adequately addressed in debate.~~

18 9.120. Council Operations Committee.

19 The council operations committee – chaired by the council chair and composed of the chair, vice
20 chair, and members of the constitution and bylaws committee – shall recommend the order of
21 consideration for legislation at the council on legislation and shall adopt the order of
22 consideration for the council on resolutions. The committee may draft and revise amendments
23 to correct defects identified by the committee or council in any legislation or amendments. The
24 committee shall make correlative amendments to the bylaws and the standard club constitution
25 to give full effect to any adopted enactments and shall prepare reports to the council on
26 legislation about any correlative amendments.

Commented [COL87]: Moved from 9.140.

28 ~~9.120. 9.130. Quorum for the Councils and Voting.~~

29 ~~A quorum shall consist of is one-half of the voting members of each a council. Each voting~~
30 ~~member shall be entitled to may cast one vote on each a question submitted to vote. There shall~~
31 ~~be is no proxy voting in the councils.~~

33 ~~9.130. 9.140. Procedures of the Councils.~~

35 ~~9.130.1. 9.140.1. Rules of Procedure.~~

36 ~~The council operations committee shall recommend rules of procedure for the council on~~
37 ~~legislation and shall adopt rules of procedure for conducting the council on resolutions. Subject~~
38 ~~to section 9.140., each Each council on legislation may adopt such rules of procedure as it deems~~
39 ~~necessary to govern the conduct of for its deliberations. Such The rules shall be in harmony not~~
40 ~~conflict with the bylaws and shall remain in effect until changed by a subsequent council on~~
41 ~~legislation a later council adopts new rules. Each council on resolutions shall be conducted~~
42 ~~according to rules of procedure adopted by the council operations committee.~~

Commented [COL88]: Moved from 9.140.1.

44 ~~9.130.2. 9.140.2. Appeal.~~

45 ~~An appeal may be made to the The council on legislation from may appeal any decision of made~~
46 ~~by the chair. A majority vote of the council on legislation shall be is required to overrule the a~~
47 ~~decision of by the chair.~~

49 ~~9.140. Council Operations Committee; Duties of the Constitution and Bylaws Committee.~~

50 ~~There shall be a council operations committee composed of the chair, the vice chair, and the~~
51 ~~members of the constitution and bylaws committee. The chair of the council shall be the chair~~
52 ~~of the council operations committee.~~

Commented [COL89]: Moved to 9.120.

54 ~~9.140.1. Duties of the Council Operations Committee.~~

55 ~~The council operations committee shall recommend rules of procedure and the order of~~
56 ~~consideration for proposed legislation for the council on legislation and shall adopt rules of~~
57 ~~procedure and the order of consideration for the council on resolutions. The committee shall~~

Commented [COL90]: Moved to 9.120. and 9.140.1.

1 also draft and revise for the council on legislation, where feasible, amendments to correct
2 defects identified by the committee or council in any proposed legislation or amendments
3 thereof. The committee shall further make correlative amendments to the bylaws and the
4 standard club constitution to give full effect to enactments adopted by the council and prepare
5 the report to the council on legislation which shall note any correlative amendments.
6

7 ~~9.140.2. Further Duties of the Members of the Constitution and Bylaws Committee.~~

8 The constitution and bylaws committee shall review and approve the purpose and effect
9 statements for all legislation prior to publication. Immediately following the publication of the
10 proposed legislation, the chair of the council shall assign each member of the constitution and
11 bylaws committee items of proposed legislation. Each constitution and bylaws committee
12 member shall study all proposed legislation so assigned and be prepared to inform the council
13 on legislation with respect to the purpose, background, and effect of the respective items of
14 legislation and of any defects in such items.
15

16 **9.150. Action of the Councils Post-Council Proceedings.**

17
18 **9.150.1. Report of the Chair Reports.**

19 The ~~Within ten days after a council adjourns, the~~ chair shall ~~transmit~~ send a report to the
20 general secretary a comprehensive report of action by the council on legislation and council on
21 resolutions within ten days following adjournment of the council about the council's actions.
22

23 **9.150.2. Report of the General Secretary.**

24 The ~~Within two months after a council adjourns, the~~ general secretary shall ~~transmit to the~~
25 secretary of each club a report of action by the council on legislation or council on resolutions on
26 send a report to each club about all adopted legislation or resolutions adopted by the councils
27 within two months of the adjournment of each council. The report shall be accompanied by a
28 form for use by any club desiring to where a club may record its opposition to legislation
29 adopted by the council on legislation.
30

31 **9.150.32. Opposition to Council Action Adoptions.**

32 A club may submit an opposition to any legislation adopted by the council on legislation. Clubs
33 shall have at least two months after the form is sent to submit their opposition. ~~Forms from~~
34 clubs recording opposition to action by a council on legislation in adopting any legislation
35 Opposition forms must be certified by the club presidents and received by the general secretary
36 no later than the date stated in the report by the general secretary, which shall be at least two
37 months after the mailing of such report by the deadline. The general secretary shall examines
38 and tabulates all such forms duly received from clubs recording opposition to action by a council
39 on legislation.
40

41 **9.150.43. Suspension of Council Action Adoptions.**

42 ~~The action of a A~~ council's adoption of on such legislation shall be is suspended where if
43 oppositions are received from clubs representing at least 5 percent of the votes all clubs are
44 entitled to be cast by the clubs file forms recording their opposition.
45

46 **9.150.54. Vote by Clubs Through Ballot by Mail Club Ballot.**

47 ~~If one or more items of approved legislation are suspended due to opposition by clubs, the~~ Any
48 club may vote on suspended legislation. The general secretary shall ~~prepare and distribute a~~
49 ballots to the secretary of each club within one month following such after the suspension. The
50 ballot shall submit the question of asks whether the action of the council should be sustained in
51 regard to council's adoption of the suspended item of legislation should be sustained. The
52 number of a club's votes is determined by the formula in subsection 16.050.1. ~~Each club shall be~~
53 entitled to at least one vote. Any club with a membership of more than 25 shall be entitled to
54 one additional vote for each additional 25, or major fraction thereof, of its members. Such
55 membership shall be determined by the number of members in the club as of the date of the
56 most recent club invoice preceding the adjournment of the council. However, any club whose
57 membership in RI has been suspended by the board shall not be entitled to participate in the

Commented [COL91]: Moved to
9.110.5.

1 ~~voting. The ballots by clubs~~ A ballot must be certified by the club presidents and received by the
2 general secretary ~~no later than by the date stated deadline~~ on the ballots, ~~which shall be allowing~~
3 ~~clubs at least two months after the mailing of such ballots to vote.~~

4
5 **9.150.65. Balloting Committee Meeting.**

6 The president ~~shall~~ appoints a balloting committee ~~which shall meet at and sets~~ a time, place,
7 ~~and manner for ballot counting and place determined by the president to examine and count the~~
8 ~~ballots. The ballots by clubs in regard to suspended legislation shall be counted by the balloting~~
9 ~~committee within two weeks after the last date for the receipt of such ballots of the ballot~~
10 ~~deadline. The balloting committee shall certify its report of the balloting report the results to~~
11 ~~the general secretary within five days of the committee's adjournment after it adjourns.~~

12
13 **9.150.76. Results of Balloting.**

14 If a majority of the votes entitled to be cast by clubs ~~are to rejects~~ the ~~action of a council on~~
15 ~~legislation council's adoption, the action of the council in regard to such item shall be the~~
16 ~~adoption is~~ nullified from the date of the suspension. Otherwise, the suspended action shall be
17 ~~adoption is~~ reinstated as if no suspension occurred.

18
19 **9.150.87. Effective Date of Council Action Adoptions.**

20 Action by a council regarding A council's adoption of legislation or resolutions shall become
21 effective takes effect on 1 July immediately ~~following~~ after adjournment of the council, unless
22 suspended by action of clubs oppositions under the provisions of subsection 9.150.43.

23
24 **~~9.160. Site Selection.~~**

25 Pursuant to article 10, section 2 of the RI constitution, the board shall make every effort to
26 ensure that no Rotarian will be excluded solely on the basis of national citizenship when
27 selecting a site for the council on legislation.

Commented [COL92]: Moved to
5.050.

28
29 **~~9.170. 9.160. Extraordinary Meetings of the Council.~~**

30
31 **~~9.170.1. 9.160.1. Notice.~~**

32 ~~An extraordinary meeting of the council on legislation may be called by the board in accordance~~
33 ~~with article 10, section 5 of the RI constitution.~~ Notice of an extraordinary meeting and the
34 legislation it will consider shall be ~~mailed sent~~ to governors no later than 60 days before the
35 meeting is scheduled to convene. The governors shall forthwith promptly notify the clubs in
36 their districts and as soon as possible inform the general secretary of the names of the Rotarians
37 who will represent their respective districts at such a meeting their clubs, their council
38 representative, and their alternate.

Commented [COL93]: Moved to
7.090.

39
40 **~~9.170.2. Adoption of Enactments.~~**

41 ~~A two thirds affirmative vote of those present and voting shall be required for the adoption of~~
42 ~~legislation at an extraordinary meeting of the council on legislation.~~

Commented [COL94]: Moved to
7.090.

43
44 **~~9.170.3. 9.160.2. Procedures.~~**

45 The rules of procedures applicable at the regular meeting of the council on legislation shall
46 apply ~~at for the most recent council on legislation govern~~ an extraordinary meeting ~~with the~~
47 ~~following two execeptions except:~~

48
49 **~~(a) 9.170.3.1. Report of Action.~~**

50 The report of action ~~provided for~~ adoptions in subsection ~~9.150.2. 9.150.1.~~ shall be
51 ~~transmitted sent~~ to the clubs within 15 days ~~of the adjournment of~~ after the extraordinary
52 meeting adjourns.

53
54 **~~(b) 9.170.3.2. Opposition to Action.~~**

55 ~~The clubs shall~~ Clubs have two months ~~from the time after~~ the report is ~~transmitted to the~~
56 ~~clubs sent~~ to record their oppositions to any action of an adoptions at the extraordinary
57 ~~meeting of the council on legislation.~~

~~9.170.4.~~ 9.160.3. Effective Date of Action Adoptions.

~~Actions of an~~ An extraordinary meeting's adoption of the council on legislation shall become effective takes effect two months after the general secretary has transmitted sends the council report of that council to the clubs so long as the requisite number of opposition votes has not been filed by clubs. If the requisite number of clubs have recorded their submit oppositions in accordance with subsections 9.150.2. and 9.150.3., the action will be adoption is subject to a club ballot-by mail substantially following as closely as possible the provisions of section 9.150 subsection 9.150.4.

~~9.180.~~ Interim Provisions.

Interim provisions shall expire when they are no longer applicable.

Commented [COL95]: Moved to 7.080.

Article 10 Convention

10.010. Time and Place of Convention.

10.020. Call to Attend Convention.

10.030. Officers of the Convention.

10.040. Electors.

~~10.040.~~ **10.050.** Delegates to the Convention.

10.060. Proxies.

~~10.050.~~ **10.070.** Credentials for Delegates.

~~10.060.~~ **10.080.** Delegates-at-Large.

~~10.070.~~ **10.090.** Registration Categories and Fees.

~~10.080.~~ **10.100.** Convention Quorum.

~~10.090.~~ **10.110.** Credentials Committee.

~~10.100.~~ Electors.

~~10.110.~~ **10.120.** Balloting Committee.

~~10.120.~~ **10.130.** Election of Officers.

~~10.130.~~ **10.140.** Convention Program.

~~10.140.~~ **10.150.** Seating of Delegates.

~~10.150.~~ **10.160.** Special Assemblies.

10.010. Time and Place of Convention.

The board may determines the possible time, and/or place, and manner of for the annual RI convention of RI up to ten years before the year in which the convention shall it convenes, and makes appropriate arrangements for holding such a convention. The board shall make every effort to ensure that no Rotarian will be excluded solely on the basis of national citizenship when selecting a convention site.

Commented [COL96]: Moved to 5.050.

10.020. Call to Attend Convention.

The president shall issue and the general secretary shall mail send to each club the official call for the annual convention at least six months prior to before the convention. The call for a special convention shall be issued and mailed sent at least 60 days prior to before the date thereof convention.

10.030. Officers of the Convention.

The convention officers of the convention shall be are the president, president-elect, vice-president, treasurer, general secretary, convention committee chair, and the chief sergeant-at-arms. The president shall appoints the chief sergeant-at-arms.

10.040. Electors.

The accredited delegates, proxies, and delegates-at-large shall constitute the voting body of the convention and shall be known as electors. Each elector is entitled to cast one vote for each officer to be elected. The procedure and rules for voting at a convention shall be set by the board.

Commented [COL97]: Moved from 10.100.

Commented [COL98]: Moved from 10.120.

~~10.040.~~ **10.050.** Delegates to the Convention.

~~10.040.1.~~ **10.050.1. Delegates.**

All delegates and alternates Each delegate and any alternate, except delegates by proxy, shall be members of the clubs they represent selected by his or her club as set forth in the club bylaws, and if not set forth there, then by the club president.

~~10.040.2.~~ **Alternate Delegates.**

When selecting its delegates, a club may choose an alternate delegate for each delegate. Where an alternate is unavailable to serve when called upon, a second alternate may be chosen. An alternate is entitled to vote only in case of the absence of the elected delegate. A second alternate may be substituted for a delegate from a club whose first alternate is absent. An alternate when serving as a delegate may cast such vote on all matters on which the original delegate was entitled to vote.

~~10.040.3.~~ **10.050.2. Delegate Substitution Procedure.**

A substitution of an alternate for a delegate shall be reported to the credentials committee. When such substitution has been made, ~~the~~ alternate shall act as the delegate until the convention adjourns. The credentials committee may permit the delegation of the host club to substitute an alternate for a delegate for one or more sessions. ~~Such~~ The substitution will be allowed where the delegate is engaged in the administrative work of the convention so as to make it impossible for such preventing the delegate to from attend attending such session(s) of the convention. Such The substitution must be duly reported and noted by the credentials committee prior to before taking effect.

~~10.040.4.~~ **10.060. Proxies.**

A club that is not represented at the convention by a delegate or an alternate may designate a proxy to cast its vote(s) pursuant to article 9, section 3(a) of the RI constitution votes. The proxy may be a member of any club within the same district. Non-districted clubs may designate members of any club as their proxy(ies).

~~10.050.~~ **10.070. Credentials for Delegates.**

The authority of all delegates, alternates, and proxies shall be evidenced by certificates signed certified by the presidents and secretaries of the clubs they represent. All certificates must be delivered to the credentials committee ~~at the convention to entitle delegates, alternates, and proxies to vote.~~

~~10.060.~~ **10.080. Delegates-at-Large.**

~~Each RI officer and each past president of RI still holding membership in a club shall be a delegate-at-large and Each delegate-at-large is entitled to cast one vote, on each question submitted to vote at the convention.~~

Commented [COL99]: This information is in Article 9, section 4 of the RI Constitution.

~~10.070.~~ **10.090. Registration Categories and Fees.**

Each convention attendee who has reached 16 years of age shall register and pay a registration fee to attend the convention. The registration categories and their fees shall be fixed by the board. No delegate or proxy ~~shall be entitled~~ is allowed to vote at the convention unless the registration fee has been paid.

~~10.080.~~ **10.100. Convention Quorum.**

~~10.080.1.~~ **Quorum Number.**

Delegates and proxies representing ~~one-tenth~~ ten percent of the clubs ~~shall constitute~~ is a quorum at a convention.

~~10.080.2.~~ **Absence of Quorum.**

Should the question of the If the absence of a quorum be is successfully raised at any plenary general session, no ~~vote(s)~~ votes shall be taken for a period ~~as~~ designated by the presiding officer. Such period shall not exceed, not exceeding one-half day. At the expiration of such

period, ~~the~~ The convention may then act upon ~~such~~ matters as ~~may~~ be properly brought before it, irrespective of the presence of a quorum.

~~10.090.~~ **10.110. Credentials Committee.**

The president shall appoint a credentials committee ~~prior to the adjournment of~~ , with at least five members, before the convention begins. ~~The committee shall consist of no fewer than five members.~~

~~10.100.~~ **Electors.**

~~The duly accredited delegates, proxies, and delegates at large shall constitute the voting body of the convention and shall be known as electors.~~

Commented [COL100]: Moved to 10.040.

~~10.110.~~ **10.120. Balloting Committee.**

~~10.110.1.~~ **Appointment and Duties.**

The president shall appoint from among the electors appoints a balloting committee at each ~~convention~~ of at least five electors. ~~Such~~ The committee shall ~~have charge of~~ oversees all balloting at the convention, including the distribution and counting of ballots. ~~This committee shall consist of at least five electors as determined by the president.~~ The general secretary shall have charge of printing of all ballots. The committee promptly reports to the convention the result of the balloting. The report is signed by a majority of the committee. The chair shall retain all ballots and shall destroy them only after the adoption of the report, unless otherwise instructed by the convention.

Commented [COL101]: Moved from 10.110.3.

~~10.110.2.~~ **10.130. Notice of Election of Officers.**

The president shall notify the electors of the time and place for nominations and elections of officers. ~~Such notice shall be given at the first session of the convention.~~ A nominee who receives a majority of the votes shall be declared elected.

Commented [COL102]: Moved from 10.120.3.

~~10.110.3.~~ **Report of Committee.**

~~The balloting committee shall report promptly to the convention the result of the balloting. The report shall be signed by a majority of the committee. The chair shall retain all ballots. The chair of the committee shall destroy all ballots following the adoption of such report unless otherwise instructed by the convention.~~

Commented [COL103]: Moved to 10.120.

10.120. Election of Officers.

~~10.120.1.~~ **Electors Voting Rights.**

~~The electors shall each be entitled to cast one vote for each officer to be elected.~~

Commented [COL104]: Moved to 10.040.

~~10.120.2.~~ **Ballot.**

~~The election of all officers shall be by secret ballot. Where there are more than two candidates, such balloting shall be by means of the single transferable vote. Where there is one nominee for any office, the electors may instruct the general secretary to cast their united ballot for such nominee pursuant to a voice vote.~~

Commented [COL105]: Moved to 10.040.

~~10.120.3.~~ **Majority Vote.**

~~The nominee for each of the aforementioned offices who receives a majority of the votes cast shall be declared elected. Second and subsequent preferences shall be taken into account where necessary.~~

Commented [COL106]: Moved to 10.130.

~~10.120.4.~~ **Presentation of Nominations to Convention.**

~~The names of the nominees certified to the general secretary as duly nominated for president, directors, governors of RI, and president, vice-president, and honorary treasurer of RIBI shall be presented by the general secretary to the convention for election.~~

~~10.130.~~ **10.140.** *Convention Program.*

The program reported by the convention committee, as approved by the board, shall be the order of the day for all sessions. Changes in the program may be made during the convention by a two-thirds vote of the board.

~~10.140.~~ **10.150.** *Seating of Delegates.*

At any plenary general session where a vote is necessary, a number of seats equal to the number of delegates duly certified to the credentials committee shall be reserved exclusively for such delegates them.

~~10.150.~~ **10.160.** *Special Assemblies.*

At each convention, special assemblies of Rotarians from one country or from a group of countries in which clubs are established, may be held. The board or the convention may determine from time to time for what country or countries such the special assemblies shall be held and shall instruct the convention committee accordingly. At such Special assemblies, may consider matters which pertain particularly to the country or group of countries concerned may be considered. The president shall designate the convening officer and shall promulgate rules for the conduct of the said assemblies as near as may be similar to the rules regulating the procedure of for the convention. Upon convening, the assembly shall select its chair and secretary.

Article 11 Nominations and Elections for Officers—General Provisions

~~11.010.~~ *Best Qualified Rotarian.*

~~11.020.~~ *Nominations for Officers.*

~~11.030.~~ *Qualification.*

~~11.040.~~ *Individuals Not Eligible for Nomination.*

~~11.050.~~ *Election of Officers.*

~~11.060.~~ *Campaigning, Canvassing, and Electioneering.*

~~11.070.~~ *Election Review Procedures.*

~~11.010.~~ *Best Qualified Rotarian.*

The best qualified Rotarians shall be selected for service in RI's elective offices.

Commented [COL107]: Found in 11.050.1., 12.020.15., 13.030.1., and 13.030.4.

~~11.020.~~ *Nominations for Officers.*

Nominations for president, directors, and governors of RI may be made by a nominating committee and a club.

Commented [COL108]: Found in 11.050., 11.070., 12.020., 12.030., and 13.020.

~~11.030.~~ *Qualification.*

All candidates or nominees for offices in RI shall be members of clubs in good standing.

Commented [COL109]: Found in 6.050.1. and 17.010.

~~11.040.~~ *Individuals Not Eligible for Nomination.*

~~11.040.1.~~ *Nominating Committee.*

No person who has agreed in writing to be a member, alternate member, or candidate for membership on a nominating committee, whether elected or not, nor any candidate who is elected and subsequently resigns from such committee, nor any spouse, child, or parent of any such person, shall be eligible to be nominated for the respective office in the year in which the committee serves.

Commented [COL110]: Moved to 14.020.

~~11.040.2.~~ *RI Employees.*

A full time, salaried employee of any club, district, or RI shall not be eligible to serve in any elective position in RI, excepting the office of general secretary.

Commented [COL111]: Moved to 6.050.1.

~~11.050.~~ *Election of Officers.*

The officers of RI shall be elected at the annual convention as provided in sections 6.010. and 10.120.

Commented [COL112]: Moved to 6.010.

~~11.060. Campaigning, Canvassing, and Electioneering.~~

In order that the best qualified Rotarians shall be selected for service in RI's elective offices, any effort to influence the selection process for an elective office in a positive or negative manner by campaigning, canvassing, electioneering or otherwise is prohibited. Rotarians shall not campaign, canvass, or electioneer for elective position in RI, or allow any such activity, either on their behalf or on behalf of another. No brochures, literature, letters, or other materials, including electronic media and communications, may be distributed or circulated by Rotarians or on their behalf to any clubs or members of clubs except as may be expressly authorized by the board. Where candidates become aware of any prohibited activities having been undertaken on their behalf, they shall immediately express their disapproval to those so engaged and shall instruct them to terminate such activity.

Commented [COL113]: Moved to 14.010.

~~11.070. Election Review Procedures.~~

Commented [COL114]: Moved to 14.030.

~~11.070.1. Complaints.~~

Commented [COL115]: Moved to 14.030.1.

No complaint regarding the selection process for an RI elective office or the result of an RI election shall be considered unless made in writing by a club. Such complaint must have the concurrence of at least five other clubs or a current officer of RI. All complaints with supporting documentation shall be filed with the general secretary no later than 21 days after the results of the balloting are announced. A president's representative to a district or zone meeting may also initiate a complaint where sufficient evidence of violations exists. Such representative shall refer such evidence to the general secretary. The general secretary shall act upon a complaint pursuant to published procedures of the board.

~~11.070.2. Board Consideration.~~

Commented [COL116]: Moved to 14.030.2.

The board shall give due consideration to such complaints. The board shall dismiss the complaint, disqualify the candidate for the elective office sought or future RI elective offices or both, or take such other action as it deems fair and just. A two-thirds vote shall be required to disqualify a candidate, such disqualification being for those RI offices and for such periods as the board shall determine. The board may take action as it deems fair and just against any Rotarians who violate section 11.060. The board's decision shall be promptly transmitted to all parties concerned.

~~11.070.3. Repeated Election Complaints from a District.~~

Commented [COL117]: Moved to 14.030.3.

Notwithstanding any other provision of these bylaws or the standard club constitution:

- (a) If there are two or more election complaints in a district under subsection 11.070.1. in the previous five year period, and the board has upheld two or more election complaints in the previous five year period, the board may take any or all of the following actions when it has reasonable cause to believe that RI's bylaws or election complaint procedures have been violated:
 1. disqualify from the election the nominee and any or all candidates and select a qualified individual from a club in the district to serve;
 2. remove from office any individual who improperly influences or interferes in the election process; and
 3. declare that a current or past RI officer who improperly influences or interferes in the election process shall no longer be considered to be a current or past RI officer;
- (b) If there are three or more election complaints in a district under subsection 11.070.1. in the previous five year period, and the board has upheld three or more election complaints in the previous five year period, the board may dissolve the district and assign the clubs to surrounding districts. The provisions of section 16.010.1. shall not apply to this section.

~~11.070.4. Candidate Declaration of Campaigning Provisions.~~

Commented [COL118]: Moved to 14.030.4.

Any prescribed form used in suggesting candidates for elective office shall include a signed declaration by the candidates certifying that they have read, understand, accept, and agree to be bound by the provisions of the bylaws.

~~11.070.5. Completion of Election Review Procedure.~~

~~Rotarians and clubs are obligated to follow the election review procedure established in the bylaws as the exclusive method of contesting the right to an elective office or the result of an RI election. If a Rotarian candidate or a club acting on behalf of such a candidate fails to follow and complete the election review procedure, before seeking the intervention of any non-Rotary agency or other dispute resolution system, the Rotarian candidate shall be disqualified from the election in question and from contesting any elective office of RI in the future for a period as determined by the board. In the event that a club or a Rotarian fails to follow and complete the election review procedure before seeking the intervention of any non-Rotary agency or other dispute resolution system, the board may take appropriate action pursuant to subsection 3.030.4.~~

Commented [COL119]: Moved to 14.030.5.

~~Article 12~~ **Article 11 Nominations and Elections for President**

~~12.010. 11.010.~~ Nominations for President.

~~12.020. 11.020.~~ Nominating Committee for President.

~~12.030. 11.030.~~ Election of Members to the Nominating Committee for President.

~~12.040. 11.040.~~ Procedure for Functioning of Committee.

~~12.050. 11.050.~~ Nomination by the Committee.

~~12.060. 11.060.~~ Report of Committee.

~~12.070. 11.070.~~ Additional Nomination by Clubs.

~~12.080. 11.080.~~ Contingency Not Provided For in Section ~~12.070. 11.070.~~

~~12.090. Nominations Presented to Convention.~~

~~12.100. 11.090. Club Ballot by Mail.~~

~~12.010. 11.010.~~ Nominations for President.

No past president or current board member shall be ~~eligible to be~~ nominated for president.

~~12.020. 11.020.~~ Nominating Committee for President.

~~12.020.1. 11.020.1.~~ How Constituted.

The nominating committee for president ~~shall consist~~ is composed of 17 members from the 34 zones ~~constituted for the nomination of RI directors. These members shall be~~ that are elected as follows:

(a) In even-numbered years, each odd-numbered zone shall elect a member of the committee;

(b) In odd-numbered years, each even-numbered zone shall elect a member of the committee.

~~12.020.2. 11.020.2.~~ Member from RIBI.

~~The member from a zone~~ Zones wholly within RIBI shall be elected by the clubs of that zone by a ballot by mail in such form and at such time elect their members through a club ballot as determined by the general council of RIBI shall determine. The name of such member shall be certified RIBI general secretary confirms the member's name to the RI general secretary by the secretary of RIBI.

~~12.020.3. Member of Club in Zone.~~

Each member shall be a member of a club in the zone from which the member is elected.

Commented [COL120]: Moved to 11.020.3.

~~12.020.4. Not Eligible for Nomination.~~

Neither the president, president-elect, nor any past president shall be eligible for membership on the nominating committee.

Commented [COL121]: Moved to 11.020.3.

~~12.020.5. 11.020.3.~~ Qualifications.

Each member of the nominating committee shall be:

(a) a member of a club in the zone from which the member is elected

(b) neither the president, president-elect, nor any past president

(c) a past director of RI. ~~A candidate for membership on the committee must be a past director at the time of election. If except where there is no past director is available for election or appointment as a member of the committee from a particular zone. In such~~

Commented [COL122]: Moved from 12.020.3.

Commented [COL123]: Moved from 12.020.4.

1 ease, a past governor shall be eligible for ~~such~~ election or appointment ~~provided if~~ that
2 ~~such~~ past governor ~~has~~ served for at least one year as a member of a committee provided
3 for in article ~~17~~ 18 or as a TRF trustee ~~of The Rotary Foundation~~.

4
5 ~~12.030-~~ 11.030. *Election of Members to the Nominating Committee for President.*
6

7 ~~12.030.1-~~ 11.030.1. *Notification to Eligible Candidates.*

8 ~~The~~ Between 1 and 15 March, the general secretary shall mail a letter to each past director
9 eligible to serve on the nominating committee for the following year. The letter must be mailed
10 between 1 and 15 March. ~~The letter will inquire as to~~ asks all eligible past directors whether the
11 past directors ~~they~~ desire to be considered for membership on the committee. ~~They must and to~~
12 advise notify the general secretary ~~prior to~~ before 15 April that they ~~wish to have their names~~
13 listed as being are willing and able to serve, ~~or they will not be considered for the committee.~~
14 Any past director not responding by 15 April will be considered unwilling to serve.

15
16 ~~12.030.2-~~ 11.030.2. *One Eligible Past Director in a Zone.*

17 ~~Where~~ If there is only one eligible, willing, and able past director from a zone willing and able to
18 serve, the president shall declare ~~such~~ that past director to be the member of the committee
19 from that zone.

20
21 ~~12.030.3-~~ 11.030.3. *Two or More Eligible Past Directors from a Zone.*

22 ~~Where~~ If there are two or more eligible, willing, and able past directors willing and able to serve,
23 the member and alternate member of the committee shall be elected in a club ballot by mail.
24 The procedure for such ballot by mail shall be as described below.

25
26 ~~12.030.3.1-~~ 11.030.3.1. *Ballot Preparation Procedure.*

27 The general secretary shall prepare a ballot, single transferable ballot, where applicable. The
28 ballot shall include with the names of all eligible past directors in alphabetical order.

29
30 ~~12.030.3.2-~~ 11.030.3.2. *Ballot Specifications.*

31 The general secretary shall ~~cause a copy of the ballot to be mailed~~ send a ballot with
32 photographs and biographical statements of each past director to each club in the zone by 15
33 May. The ballot shall include photographs and biographical statements of each such past
34 director, including the past director's name, club, RI offices, and international committee
35 appointments held and year(s) of service. Such ballot shall be mailed with instructions that the
36 The completed ballot shall be returned to the general secretary at the World Headquarters of the
37 Secretariat by 30 June.

38
39 ~~12.030.4-~~ 11.030.4. *Club Voting.*

40 The number of a club's votes is determined by the formula in subsection 16.050.1. Each club
41 shall be entitled to at least one vote. Any club with a membership of more than 25 shall be
42 entitled to one additional vote for each additional 25, or major fraction thereof, of its members.
43 Such membership shall be determined by the number of members in the club as of the date of
44 the most recent club invoice preceding the date on which the vote is to be held. However, any
45 club whose membership in RI has been suspended by the board shall not be entitled to
46 participate in the voting.

47
48 ~~12.030.5-~~ 11.030.4. *Balloting Committee Meeting.*

49 The president shall appoint a A balloting committee, appointed by the president, which shall
50 meet meets at a time, and place, and manner determined by the president to examine and count
51 the ballots. ~~Such meeting shall take place, no later than 10 July. The~~ Within five days of
52 meeting, the balloting committee shall certify ~~its report of~~ the balloting results to the general
53 secretary ~~within five days of the committee's adjournment.~~

54
55 ~~12.030.6-~~ 11.030.5. *Declaration of Member and Alternate.*

56 The candidate receiving a majority of the votes cast shall be declared is the member of the
57 nominating committee. The candidate ~~from such zone~~ receiving the second highest number of

1 votes ~~shall be declared~~ is the alternate member of the ~~nominating~~ committee serving only if the
2 elected member is unable to serve. The voting process for members and alternate members
3 shall take into account the second and subsequent preference choices when necessary. ~~An~~
4 ~~alternate member shall serve only in the event the elected member is unable to serve~~. In the
5 event of a tie vote ~~in any zone~~, the board shall appoint ~~one of the member and alternate from the~~
6 candidates who received the tie vote ~~as the member or alternate member of the nominating~~
7 ~~committee~~.

8
9 ~~12.030.7.~~ 11.030.6. Vacancy.

10 In the event of a committee vacancy ~~in the committee from a zone~~, the new member shall be the
11 most recent eligible past director ~~available who was eligible for membership on the committee~~
12 ~~from such zone~~ on 1 January shall be the member of the nominating committee from the zone
13 who is willing and able to serve.

14
15 ~~12.030.8.~~ 11.030.7. Term.

16 The term of the committee member's one-year term shall commence on 1 July of the calendar
17 year ~~in which its members are elected of election~~. ~~The committee shall serve for one year~~. Any
18 alternate called to serve on the committee shall serve for the unexpired term of the ~~committee~~
19 member.

20
21 ~~12.030.9.~~ 11.030.8. Vacancy Not Provided For in Bylaws.

22 The board shall appoint a member to fill any vacancy ~~in~~ on the committee not provided for in
23 ~~the foregoing provisions~~. It is preferred that the appointment be this section, preferably from a
24 club in the same zone as that in which the vacancy occurred.

25
26 ~~12.040.~~ 11.040. Procedure for Functioning of Committee.

27
28 ~~12.040.1.~~ 11.040.1. Notification of Names of Committee Members.

29 The general secretary shall notify the board and the clubs of the names of the committee
30 members within one month after their selection.

31
32 ~~12.040.2.~~ 11.040.2. Selection of Chair.

33 The committee shall elect a member to serve as ~~its~~ chair. ~~Such selection shall take place when~~
34 the committee convenes.

35
36 ~~12.040.3.~~ 11.040.3. Forwarding Names to Committee.

37 The general secretary shall, between 1 May and 15 May, ~~in each year, mail a letter to all~~ notify
38 eligible Rotarians who will be eligible to serve as president. ~~The letter will and ask if such~~
39 ~~Rotarians they~~ are willing to be considered for nomination for president. The deadline for
40 notifying and will advise them to notify the general secretary of willingness to serve prior to is
41 30 June whether they wish to have their names listed as being willing and able to serve. Those
42 Rotarians not responding to the general secretary by 30 June will not be considered by the
43 nominating committee. The general secretary shall forward the list of those willing to serve to
44 the nominating committee and to ~~Rotarians~~ any Rotarian upon request at least one week ~~prior~~
45 to before the committee meeting.

46
47 ~~12.050.~~ 11.050. Nomination by the Committee.

48
49 ~~12.050.1.~~ 11.050.1. Best Qualified Rotarian.

50 The committee shall meet and nominate the best qualified Rotarian from among the list of past
51 directors who have indicated they are willing to serve as president ~~the best qualified Rotarian~~
52 available to perform the functions of the office.

53
54 ~~12.050.2.~~ 11.050.2. Committee Meeting.

55 The committee shall meet no later than 15 August at a time, ~~and place, and manner~~ determined
56 by the board. All candidates shall ~~be given~~ have an opportunity to be interviewed by the
57 committee according to procedures ~~determined set~~ by the board.

~~12.050.3.~~ **11.050.3. Quorum and Voting.**

Twelve members of the committee shall constitute a quorum. ~~The transaction of all~~ All business of the committee shall be by majority vote, except that ~~in the selection of to select the~~ committee's nominee for president, ~~the votes of~~ at least ten members of the committee shall be ~~cast in favor of such vote for the~~ nominee.

~~12.050.4.~~ **11.050.4. Resignation of Nominee for President and Procedure for New Selection.**

~~Where~~ If the nominee for president is unable to serve or submits a resignation to the president, ~~such the~~ nominee shall no longer be eligible for nomination or election to the office of president in ~~such that~~ year. The president shall ~~so~~ notify the chair of the committee, and the committee shall select another qualified Rotarian as nominee for president. ~~In such circumstances, using~~ the following ~~procedure shall be utilized.~~ procedures:

~~12.050.4.1.~~ **11.050.4.1. Procedures for Committee.**

~~At its meeting, the committee shall authorize the~~ The chair ~~is authorized~~ to act on its behalf to initiate promptly initiate the procedures for meeting such contingency.

~~12.050.4.2.~~ **Committee Voting Procedure.**

~~Such procedures could include a ballot by mail or other rapid means of communication, or an emergency meeting of the committee to be held as determined by the~~ The president ~~on behalf of the board determines the time, place, and manner of the meeting.~~

~~12.050.4.3.~~ **11.050.4.2. Challenging Candidates.**

~~Where~~ If the committee ~~must select~~ selects another nominee as ~~hereinbefore provided,~~ the clubs shall ~~to the extent possible~~ be given a reasonable period as determined by the board to submit challenging candidates. ~~Such challenges shall be in accordance with section 12.070. 11.070.,~~ except with reference to specified filing dates.

~~12.050.4.4.~~ **11.050.4.3. Contingency Not Provided For in Bylaws.**

~~Where a~~ If an unforeseen contingency arises ~~that has not been provided for by the committee,~~ the board shall determine the procedure to be followed ~~by the committee.~~

~~12.060.~~ **11.060. Report of Committee.**

The committee's report ~~of the committee~~ shall be addressed to the clubs and certified to the general secretary by the chair within ten days following the committee's adjournment ~~of the committee.~~ The general secretary shall notify each club of the contents of the report as soon as financially practicable but in any case within thirty (30) days after the receipt thereof. Within 30 days, the general secretary shall send the report to each club.

~~12.070.~~ **11.070. Additional Nomination by Clubs.**

In addition to the nomination made by the committee, challenges may be made in the following manner.

~~12.070.1.~~ **11.070.1. Candidate Previously Considered and Concurrence.**

Any club may suggest as a challenging candidate ~~the name of a qualified a~~ Rotarian who duly notified the general secretary pursuant to subsection ~~12.040.3. 11.040.3.~~ of his or her willingness to be considered for nomination for president. ~~The name of the challenging candidate shall be submitted pursuant to~~ through a duly adopted resolution adopted by the club ~~at a regular meeting.~~ The resolution must be supported by a concurrence of at least a majority of the clubs in the district obtained at a district conference or through a club ballot ~~by mail.~~ The concurrence must be certified to the general secretary by the ~~district's~~ governor. The resolution must be accompanied by a written statement from the challenging candidate ~~that such candidate is willing agreeing~~ to have such the candidacy submitted to the clubs for endorsement. The foregoing requirements must be completed received by 1 October of the relevant year.

~~12.070.2.~~ **11.070.2. Notification to Clubs of Challenging Candidates.**

~~The~~ After 1 October, the general secretary shall notify the clubs of the suggested challenging candidates and provide ~~the clubs them~~ with a ~~registered~~ an endorsement form for use by any club which desires to endorse any such challenging candidate. The general secretary shall provide such notice and forms immediately following 1 October.

~~12.070.3.~~ **11.070.3. Absence of a Challenging Candidate.**

~~Where~~ If no challenging candidate has been suggested, the president shall declare the nominee of the nominating committee to be the president-nominee.

~~12.070.4.~~ **11.070.4. Endorsement of Challenging Candidate.**

If on 15 November, any ~~such~~ challenging candidate has been endorsed by 1 percent of the clubs comprising the membership of RI as of the most recent club invoice, with at least half of the endorsements ~~originating~~ from clubs in zones other than that of the challenging candidate(s), ~~such~~ the challenging candidate(s) and the ~~committee's~~ nominee ~~of the committee~~ shall be balloted ~~upon on~~ as provided in section ~~12.100.~~ **11.090.** Where ~~If~~ the challenging candidate(s) fails to receive the prescribed endorsements by 15 November, the president shall declare the ~~committee's~~ nominee ~~of the committee~~ to be the president-nominee.

~~12.070.5.~~ **11.070.5. Validity of Endorsement.**

The balloting committee provided in subsection ~~12.100.1.~~ **11.090.1.** shall validate, count, and certify the returned endorsement forms and report to the president. If ~~this balloting the~~ committee finds ~~there is that~~ a sufficient number of forms to constitute an endorsement of ~~endorse~~ the challenging candidate, but has good reason to suspect the genuineness of the forms, it shall ~~so~~ advise the president who, ~~before making any announcement,~~ shall convene the election review committee ~~of RI~~ to determine the validity of ~~such the~~ forms. After ~~this the~~ determination ~~has been~~ is made, the balloting committee shall ~~then~~ report to the president.

~~12.080.~~ **11.080. Contingency Not Provided For in Section ~~12.070.~~ 11.070.**

~~Where~~ If a contingency arises which has not been provided for in section ~~12.070.~~ **11.070.**, the board shall determine the procedure to be followed.

~~12.090.~~ **Nominations Presented to Convention.**

~~12.090.1.~~ **Presentation for Election of Nominee for President.**

The general secretary shall present to the convention for election the name of the nominee for president as duly nominated by the committee and such nominee shall assume office on 1 July in the calendar year following the election, unless there has been a ballot by mail.

Commented [COL124]: Found in 6.010. and 6.060.

~~12.090.2.~~ **Vacancy in the Office of President elect.**

~~Where there is a vacancy in the position of president elect,~~ the general secretary shall also present to the convention for election the name of the nominee to fill such vacancy. Such nominations may include the person nominated by the committee and the name of any such challenging candidate duly nominated by a club. Where circumstances require it as provided in section ~~12.080.~~, nominations of challenging candidates also may be made by club delegates on the floor of the convention.

Commented [COL125]: Found in 6.080.

~~12.100.~~ **11.090. Club Ballot-by-Mail.**

The procedure for electing a president pursuant to a ballot by mail ~~by a club ballot~~ as provided in section ~~12.070.~~ **11.070.** shall be by the following procedures: ~~as follows:~~

~~12.100.1.~~ **11.090.1. Balloting Committee.**

The president shall appoint a balloting committee to supervise the preparation, return, and counting of ballots executed by the clubs.

~~12.100.2.~~ 11.090.2. Ballot Specifications.

The balloting committee shall prepare a ballot, single transferable ballot where applicable. The ballot shall list the names of all duly proposed candidates. ~~Such list shall be,~~ in alphabetical order following the name of the committee's candidate ~~selected by the committee.~~ The name of the candidate selected by the committee shall be clearly indicated on the ballot ~~as having been so selected.~~

~~12.100.3.~~ 11.090.3. Mailing Distribution of Ballot.

The balloting committee shall ~~cause a copy of the ballot to be mailed~~ send the ballot to each club ~~no later than the following by 15 February.~~ Such ballot shall be mailed, with instructions that the completed ballot be returned to the balloting committee at the World Headquarters of the ~~Secretariat no later than by 15 April.~~ Such The ballot shall include photographs and biographical statements of the candidates.

~~12.100.4.~~ 11.090.4. Club Voting.

The number of a club's votes is determined by the formula in subsection 16.050.1. Each club shall be entitled to at least one vote. Any club with a membership of more than 25 shall be entitled to one additional vote for each additional 25, or major fraction thereof, of its members. Such membership shall be determined by the number of members in the club as of the date of the most recent club invoice preceding the date on which the vote is to be held. However, any club whose membership in RI has been suspended by the board shall not be entitled to participate in the voting.

~~12.100.5.~~ 11.090.5. Balloting Committee Meeting.

The balloting committee shall meet at a time, ~~and~~ place, and manner determined by the president, no later than 20 April. The committee shall examine and count the ballots. ~~Such meeting must take place no later than 20 April.~~ The balloting committee shall certify its report of the results of the balloting to the general secretary within five days ~~thereafter.~~

~~12.100.6.~~ 11.090.6. Counting of Votes.

The candidate receiving a majority of the votes ~~east~~ shall be declared the president-elect. The voting shall take into account the second and subsequent choices where necessary.

~~12.100.7.~~ 11.090.7. Announcement of President-elect.

The president shall announce the name of the president-elect no later than 25 April.

~~12.100.8.~~ 11.090.8. Tie Vote.

~~The following procedure shall apply where the ballot by mail results in a tie vote. Where one of the candidates receiving the tie vote was the choice of the nominating committee, such candidate~~ If there is a tie vote, the nominating committee's candidate shall be declared the president-elect. Where none of the candidates receiving the tie vote If neither tied candidate ~~was the committee's choice of the committee, the board shall select one of the tied candidates~~ them to be the president-elect.

~~Article 13~~ **Article 12 Nominations and Elections for Directors**

~~13.010.~~ 12.010. Nominations for Directors by Zones.

~~13.020.~~ 12.020. Selection of Director-nominee and Alternate by Nominating Committee Procedure.

~~13.030.~~ 12.030. Club Ballot-by-Mail Procedure.

~~13.040.~~ 12.040. Nominations for Officers of RIBI.

~~13.010.~~ 12.010. Nominations for Directors by Zones.

Nominations for directors shall be by zones, ~~as hereinafter provided.~~

~~13.010.1.~~ 12.010.1. Number of Zones.

The world shall be divided into 34 zones that are approximately equal in number of Rotarians, as determined by the board.

~~13.010.2.~~ **12.010.2. Schedule of Nominations.**

Each ~~such~~ zone shall nominate a director from ~~the membership of the clubs in that zone its~~ clubs' membership every fourth year according to a schedule established by the board.

~~13.010.3.~~ **Zone Boundaries.**

The initial boundaries of the zones shall be approved by resolution of the council.

~~13.010.4.~~ **12.010.3. Periodic Review of Zone Boundaries.**

The board shall ~~undertake, no less often than every eight years, a comprehensive review of the~~ composition of the zones at least every eight years to maintain an approximately equal number of Rotarians in each zone. The board may also undertake, as necessary, interim reviews for the same purpose.

~~13.010.5.~~ **12.010.4. Realignment of Zones.**

Any new alignments can be made by the board.

~~13.010.6.~~ **12.010.5. Sections Within Zones.**

The board may create, modify, or eliminate sections in zones in order to rotate ~~in a fair manner~~ the directorship within a zone. ~~These sections shall nominate by nominating~~ RI directors on a schedule determined by the board that is based on an approximate equality of number of Rotarians. Except for zones that include clubs in RIBI, no such section shall be created, modified, or eliminated over the objection of a majority of the clubs in the zone.

~~13.010.7.~~ **12.010.6. Director from Zone in RIBI.**

The director from a zone or section of a zone wholly within RIBI shall be nominated by the clubs of that zone or section of a zone by a club ballot ~~by mail in such the form and at such the time as~~ the general council of RIBI shall determine. The name of such nominee shall be certified to the general secretary by the secretary of RIBI.

~~13.020.~~ **12.020. Selection of Director-nominee and Alternate by Nominating Committee Procedure.**

~~13.020.1.~~ **12.020.1. General Provisions of Nominating Committee Procedure.**

Directors-nominee and alternates shall be selected by the nominating committee procedure except in zones and sections of zones wholly within RIBI. Nominating committees shall be constituted from the entire zone, except for zones that include both districts within RIBI and districts not within RIBI, notwithstanding any bylaw provisions or informal understandings which may limit the area within the zone from which the candidate may be nominated. However, ~~where~~ if there are two or more sections in a zone, the committee shall be selected from only those districts in the section(s) from which the director is to be nominated unless a majority of all districts in the zone, by resolutions adopted at their ~~respective~~ district conferences, agree to the selection from all districts in the zone. The procedure for making this determination shall be decided by the board.

For ~~such the~~ agreement to be effective for the selection of a nominating committee, it must be certified to the general secretary by the district governor by 1 March in the year preceding ~~such the~~ selection. ~~Such The~~ agreement shall be void if the districts comprising the zone are changed, but shall otherwise remain in effect unless rescinded by a majority of districts of the zone by resolution adopted at their conferences and ~~such rescission~~ is certified to the general secretary by the district governors.

~~13.020.2.~~ **12.020.2. Nominating Committee Procedure for Zones with Section(s) within RIBI and Section(s) not within RIBI.**

In a zone that has a section wholly within RIBI and a section not within RIBI, directors-nominee and alternates shall be selected by the nominating committee procedure in the section that is not within RIBI. The nominating committee for the section not within RIBI shall be selected from that section.

~~13.020.3.~~ 12.020.3. Membership on Nominating Committee.

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

~~13.020.4.~~ 12.020.4. Election.

Except as provided in subsections ~~13.020.9. and 13.020.10.~~ 12.020.9. and 12.020.10., the member and the alternate member of the nominating committee shall be elected at the ~~annual district~~ conference ~~of the district~~ in the year ~~preceding before~~ the scheduled nomination.

~~13.020.5.~~ 12.020.5. Nominations.

Any club in a district may nominate a qualified member of the club for membership on the nominating committee ~~where such if the member has indicated a willingness and ability to serve. The club shall certify such the nomination in writing. Such certification and must include the signatures of the club president and secretary. Such The nomination shall be forwarded to the governor for presentation to the electors of the clubs at the district conference. Each club shall designate one elector to cast all of its votes. All votes from a club with more than one vote shall be cast for the same candidate. For votes requiring or utilizing a single transferable ballot with three or more candidates, all votes from a club with more than one vote shall be east for the same-ordered choices of candidates.~~

~~13.020.6.~~ 12.020.6. Members and Alternates.

The candidate receiving a majority of the votes ~~east~~ shall be the member of the nominating committee. The candidate receiving the second highest number of votes shall be ~~declared~~ the alternate member, to serve only ~~in the event if~~ the member is unable to serve.

~~13.020.7.~~ 12.020.7. Candidate Declared as a Member of the Nominating Committee.

No ballot shall be required ~~where if~~ there is only one nominee in a district. ~~In such cases, the~~ The governor shall declare ~~such the~~ nominee as the member of the nominating committee.

~~13.020.8.~~ 12.020.8. Member and Alternate Member Unable to Serve.

~~Where~~ If neither the member nor the alternate member is able to serve, the governor may designate ~~some other duly a~~ a qualified member of a club in the district to be the member of the nominating committee.

~~13.020.9.~~ 12.020.9. Election of Member of the Nominating Committee Through Club Ballot-by-Mail.

In certain circumstances, the board may authorize a district to select the member of the nominating committee and the alternate ~~member of the nominating committee~~ in a club ballot-by-mail. ~~In such cases, the~~ The governor shall ~~prepare and cause to be mailed to the secretary of~~ send every club in the district an official call for nominations ~~for member~~. All nominations must be ~~made~~ in writing and signed by the president and the secretary of the club. The nominations must be received by the governor ~~on or before a date to be fixed by the date set by the governor~~. The governor shall ~~cause to be prepared and mailed to send~~ each club a ballot naming listing in alphabetical order the qualified nominees ~~so offered and shall conduct the ballot by mail~~. Those candidates whose written requests for exclusion from the ballot are received no later than ~~the date fixed by the governor shall be excluded from such ballot. A candidate will be excluded~~

1 from the ballot, if their request is received by the date set by the governor. The number of a
2 club's votes is determined by the formula in subsection 16.050.1. Each club shall be entitled to
3 at least one vote. Any club with a membership of more than 25 shall be entitled to one
4 additional vote for each additional 25, or major fraction thereof, of its members. Such
5 membership shall be determined by the number of members in the club as of the date of the
6 most recent club invoice preceding the date on which the vote is to be held. However, any club
7 whose membership in RI has been suspended by the board shall not be entitled to participate in
8 the voting. The governor may appoint a committee for the purpose of conducting to conduct the
9 club ballot by mail procedure as provided herein.

10
11 ~~13.020.10.~~ 12.020.10. Election Through Club Ballot by Mail.

12 A majority vote of electors present and voting at a district conference may vote to have the
13 selection of select the member and the alternate member pursuant to by a club ballot by mail.
14 The club ballot by mail shall be conducted in accordance with the provisions set forth in
15 subsection ~~13.020.9.~~ 12.020.9. and shall be concluded conclude no later than 15 May of the
16 appropriate year.

17
18 ~~13.020.11.~~ 12.020.11. Report of Member to the General Secretary.

19 The names of the member and the alternate member of the nominating committee shall be
20 reported by the governor to the general secretary immediately following their selection, but in
21 no case later than 1 June of the appropriate year. Those reported after 1 June shall not serve on
22 the nominating committee.

23
24 ~~13.020.12.~~ 12.020.12. Contingency Not Provided For in Section ~~13.020.~~ 12.020.

25 The board shall determine the procedure to be followed for any contingency that arises
26 regarding the determination of balloting which has not been not provided for in the foregoing
27 provisions of this section.

28
29 ~~13.020.13.~~ 12.020.13. Designation of Convener, Time and Place of Meeting, Election of Chair.

30 The board shall designate a convener from the members of the nominating committee no later
31 than 15 June in the year preceding the year in which when a director and alternate are to be
32 nominated. The board shall likewise also designate the place of its meeting. Such The meeting
33 must be held between 15 and 30 of the following September. The committee shall elect a chair
34 from its members at the time of its meeting.

35
36 ~~13.020.14.~~ 12.020.14. Suggestions from Clubs to Committee.

37 The By 1 July, the general secretary shall inform informs the clubs in the zone, or section, of the
38 composition of the nominating committee, no later than 1 July. The general secretary shall
39 invite all clubs in the zone or section invites them to submit their suggestions for director from
40 the zone, or section, for consideration by the committee and shall provide and provides the
41 address of the convener to whom the suggestions shall be sent. The suggestions Suggestions
42 shall be submitted to the nominating committee convener on a form prescribed approved by the
43 board. The form shall and include a photograph and background information regarding about
44 the suggested candidate's Rotary and other activities and a recent photograph of the suggested
45 candidate. Such suggestions Suggestions must reach the nominating committee at the address
46 of be received by the convener no later than 1 September.

47
48 12.020.15. Committee Nominations.

49 The nomination of a director and alternate shall be made from among members of clubs in the
50 zone, or section of the zone, whose names are suggested by clubs. If fewer than three names are
51 suggested, the committee may also consider other qualified Rotarians in that zone or section for
52 selection. The committee is responsible for nominating the best qualified persons available.

53
54 ~~13.020.15.~~ 12.020.16. Meeting of the Nominating Committee.

55 The committee shall meet during the following September at a time and place determined by the
56 board. A majority of the members of the committee shall constitute is a quorum. and The
57 transaction of all business shall be by majority vote, except that in selecting the committee's

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from 13.020.17.

1 nominee for director, ~~the~~ The nominees for director and alternate must receive at least ~~the~~
2 ~~same number of votes as the number which constitutes no less than~~ a 60 percent majority vote
3 of the committee. The chair of the nominating committee ~~shall~~ may only vote for nominees for
4 director and alternate ~~or to break a tie vote; however, the chair of the nominating committee~~
5 ~~shall not have a vote in the transaction of the committee's other business, except that the chair~~
6 ~~may vote to break a tie vote.~~

7
8 ~~13.020.16;~~ 12.020.17. Committee Inability to Select Nominee.

9 ~~Where~~ If a nominating committee ~~adjourns and no candidate for~~ is unable to select a director-
10 nominee ~~receives the votes of by~~ a 60 percent majority ~~of the nominating committee vote,~~ the
11 director-nominee shall be selected in a club ballot-by-mail. ~~Such ballot by mail~~ The club ballot
12 shall be based on the club ballot-by-mail procedure set forth in section ~~13.030;~~ 12.030. and
13 include all suggested names for director considered by the committee.

14
15 ~~13.020.17;~~ Committee Nominations.

16 The nomination of a director and alternate by the committee shall be made from among
17 members of clubs in the zone or section of the zone whose names have been suggested by clubs.
18 ~~Where there are fewer than three such suggested names, the committee may also consider other~~
19 ~~qualified Rotarians in that zone or section for selection. The committee is responsible for~~
20 ~~nominating the most capable persons available.~~

21
22 ~~13.020.18;~~ 12.020.18. Report of Selection of Committee.

23 The committee's nomination for ~~the office of~~ director and alternate from the zone shall be filed
24 with the general secretary within ten days ~~following after the~~ meeting's adjournment ~~of its~~
25 ~~meeting.~~ The general secretary shall inform all clubs in the zone, or section, of the committee's
26 selection ~~of the nominating committee~~ by 15 October.

27
28 ~~13.020.19;~~ 12.020.19. Nominee Unable to Serve.

29 ~~Where a nominee for director~~ If a director-nominee selected by the committee is unable to
30 serve, the committee alternate shall automatically nominate ~~the alternate who was selected~~
31 ~~previously~~ be nominated to serve.

32
33 ~~13.020.20;~~ 12.020.20. Proposal of Challenging Candidates.

34 Any club in the zone, or section, may ~~also~~ propose a challenging candidate. The challenging
35 candidate must have been duly suggested to the nominating committee. The name of the
36 challenging candidate shall be submitted ~~pursuant to~~ by a resolution of the club duly adopted at
37 a regular meeting. The resolution must be concurred to by a majority of clubs in its district or,
38 ~~where if~~ its district is in more than one zone, a majority of clubs in its district which are in the
39 same zone from which the director is to be nominated. ~~Such~~ The concurrence shall be obtained
40 at a conference or through a club ballot-by-mail. The concurrence must be certified to the
41 general secretary by the district's governor. The resolution must ~~be accompanied by~~ include a
42 written statement from the challenging candidate that ~~such~~ the candidate is willing and able to
43 serve, specific biographical material (on a form prescribed by the board), and a recent
44 photograph. ~~The foregoing procedure process~~ must be completed by 1 December in the relevant
45 year, ~~or the challenging candidate is not eligible to contest the selection.~~

46
47 ~~13.020.21;~~ 12.020.21. Declaration of Director-nominee, Selection in Club Ballot-by-Mail.

48 ~~Where the general secretary fails to receive the prescribed concurrences~~ If there is no eligible
49 challenging candidate by 1 December, the president shall declare the committee's nominee ~~of~~
50 ~~the nominating committee to be~~ as the director-nominee from the zone. ~~Such~~ The
51 announcement shall take place no later than 15 December. ~~Where~~ If the general secretary
52 receives the ~~prescribed proposal and concurrences~~ requirements for a challenging candidate by
53 1 December, selection of a director from among the challenging candidates and the committee's
54 nominee ~~of the nominating committee~~ shall be made in a club ballot-by-mail in accordance with
55 section ~~13.030;~~ 12.030.

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to 12.020.15.

~~13.030.~~ **12.030. Club Ballot-by-Mail Procedure.**

The procedure for selecting a director-nominee in a club ballot-by-mail pursuant to section ~~13.020.~~ **12.020.** shall be as provided below.

~~13.030.1.~~ **12.030.1. Voting.**

All clubs within the zone shall participate in the balloting except in those zones where the nominating committee is to be selected from the districts within a section pursuant to the provisions of subsection ~~13.020.1. or 13.020.2.~~ **12.020.1. or 12.020.2.** In those zones, only clubs within the section from which the RI director is to be nominated shall participate in the balloting.

~~13.030.2.~~ **Balloting Committee.**

The president shall appoint a balloting committee to examine and count ballots.

Commented [COL128]: Moved to 12.030.5.

~~13.030.3.~~ **12.030.2. Ballot Specifications.**

The general secretary shall prepare a ballot, single transferable ballot where applicable. Each ballot shall include in a form approved by the board:

- (a) The name of the candidate selected by the nominating committee clearly indicated on the ballot.
- (b) The names of the challenging candidates proposed by clubs in alphabetical order following the name of the candidate selected by the nominating committee.
- (c) be accompanied by a summary of Photographs and biographical data statements of each candidate supplied provided by the proposing clubs. Such summary shall be in a form prescribed by the board. The ballot shall include the names of the challenging candidates duly proposed by clubs. Such names shall be in alphabetical order following the name of the candidate selected by the nominating committee. The name of the candidate selected by the nominating committee shall be clearly indicated on the ballot as having been so selected.

~~13.030.4.~~ **12.030.3. Deadline for Receipt of Ballots.**

The general secretary shall ~~mail a copy of~~ send the ballot ~~accompanied by including~~ photographs and biographical statements to each club in the zone or section no later than the following 31 December. ~~Such~~ The ballot shall be ~~mailed sent~~ with instructions that the completed ballot must be returned to the general secretary at the World Headquarters of the Secretariat no later than 1 March.

~~13.030.5.~~ **12.030.4. Club Voting.**

~~The number of a club's votes is determined by the formula in subsection 16.050.1. Each club shall be entitled to at least one vote. Any club with a membership of more than 25 shall be entitled to one additional vote for each additional 25, or major fraction thereof, of its members. Such membership shall be determined by the number of members in the club as of the date of the most recent club invoice preceding the date on which the vote is to be held. However, any club whose membership in RI has been suspended by the board shall not be entitled to participate in the voting.~~

12.030.5. Balloting Committee.

The president shall appoint a balloting committee to examine and count ballots.

Commented [COL129]: Moved from 13.030.2.

~~13.030.6.~~ **Balloting Committee Meeting and Report.**

The ~~balloting~~ committee shall meet at a time, and place, and manner determined by the president ~~to examine and count the ballots. Such meeting shall take place,~~ no later than 5 March. The ~~balloting~~ committee shall certify ~~its report of~~ the results to the general secretary within five days ~~thereafter.~~

~~13.030.7.~~ 12.030.6. *Counting Ballots.*

The candidate for director receiving the majority of the votes ~~cast~~ shall be declared the nominee. The counting shall take into account the second and subsequent preferences in order to select the alternate director.

~~13.030.8.~~ 12.030.7. *Announcement of Director-nominee.*

The president shall announce the name of the director-nominee selected ~~by such ballot by mail~~ no later than 10 March.

~~13.030.9.~~ 12.030.8. *Tie Vote.*

~~Where If a club ballot by mail results in a tie for director-nominee, a second club ballot by mail shall be conducted. The general secretary shall supervise preparation and mailing of such prepare and send the ballots, which. Such ballots shall contain include the names of the candidates who received the tie vote tied in the first club ballot, by mail. The ballot shall be accompanied by biographical statements, and photographs of such candidates. The ballots and other materials shall be mailed sent to each club in the zone or section by 15 March. Such ballot shall be mailed with instructions that the completed ballot must be returned to the general secretary at the World Headquarters of the Secretariat no later than the following 1 May. The balloting committee shall meet at a time, and place, and manner determined by the president to examine and count the ballots, no later than. Such meeting shall take place by 5 May. The balloting committee shall certify its report of the results to the general secretary within five days thereafter. The president shall inform all clubs in the zone of the director-nominee no later than 10 May.~~

~~13.030.10.~~ 12.030.9. *Extension of Time.*

The board ~~shall have authority to may~~ alter the date(s) ~~under in~~ this section as they ~~may~~ apply to the clubs ~~in any zone where exceptional circumstances exist.~~

~~13.040.~~ 12.040. *Nominations for Officers of RIBI.*

Nominees for president, vice-president, and honorary treasurer of RIBI shall be selected, proposed, and nominated pursuant to the bylaws of RIBI.

~~Article 14~~ **Article 13** *Nominations and Elections for Governors*

~~14.010.~~ 13.010. Selection of a Governor-nominee.

~~14.020.~~ 13.020. Nominating Procedure for Governor.

13.030. Nominating Committee Process.

~~14.030.~~ 13.040. Selection Through Ballot by Mail of Governor by Club Ballot.

~~14.040.~~ 13.050. Club Ballot by Mail Specifications.

13.060. Selection of Governor by District Conference.

~~14.050.~~ 13.070. Certification of Governor-nominee.

~~14.060.~~ 13.080. Rejection or Suspension of Governor-nominee.

~~14.070.~~ 13.090. Special Elections Vacancies in the Offices of Governor-nominee and Governor-elect.

~~14.010.~~ 13.010. *Selection of a Governor-nominee.*

The district shall select a nominee for governor ~~not more than 36 months, but not less than 24 months, prior to the day of~~ between 24 and 36 months before taking office. The nominee shall ~~assume the title of become the~~ governor-nominee-designate upon selection and ~~shall assume the title of the~~ governor-nominee on 1 July two years ~~prior to assuming before taking~~ office as governor. The board shall have the authority to extend the date under this section for good and sufficient reason. The nominee will be elected at the RI convention ~~held immediately preceding in the year in which such before the~~ nominee is to be trained at will attend the international assembly. ~~Nominees so elected shall serve a one year term as governor-elect and assume office on 1 July in the calendar year following election.~~

~~14.020.~~ **13.020.** *Nominating Procedure for Governor.*

Except for those districts in RIBI, a district shall adopt, by a resolution at a district conference by a majority vote of the electors present and voting, one of three processes to select the governor-nominee-designate in future years:

(a) Nominating committee

(b) Club Ballot

(c) District conference

If the district has not adopted a process by 1 July, the district shall use the nominating committee process. The district must follow all procedures for its chosen selection method as provided in the remainder of this article.

~~14.020.1.~~ *Method of Selection of Governor Nominee.*

~~Except for those districts in RIBI, a district shall select its governor nominee either by a nominating committee procedure as hereinafter provided or by a ballot by mail as provided in sections 14.030. and 14.040. or, alternatively, at the district conference as provided in subsection 14.020.13., the choice of which shall be decided by a resolution adopted at a district conference by a majority of the votes of the electors of the clubs present and voting.~~

13.030. *Nominating Committee Process.*

~~14.020.2.~~ **13.030.1.** *Nominating Committee for Governor.*

~~In districts adopting a nominating committee procedure for selection of governor nominee, the nominating committee for governor shall be charged with the duty to seek out and propose the best available qualified candidate for governor-nominee. The terms of reference of the committee, including the method for selecting members, shall be determined in a resolution adopted by the electors of the clubs present and voting at a district conference. Such The terms of reference may must not be inconsistent with the bylaws.~~

~~14.020.3.~~ **13.030.2.** *Failure to Adopt Nominating Committee Procedure.*

~~Any district which that has adopted the nominating committee procedure for selection of governor nominee but fails to select the members of a nominating the committee as required in subsection 14.020.2. shall utilize shall select the five most recent past governors who are still members of a club in that district as its nominating committee. The committee so constituted shall function in accordance with section 14.020. 13.030. Where If five past governors are not available, the RI president of RI shall appoint additional suitable persons members from that district so that the committee contains has five members.~~

~~14.020.4.~~ **13.030.3.** *Suggestions by Clubs Club Suggestions for Governor.*

~~In a district selecting its governor nominee either by nominating committee procedure or at the district conference, the The governor shall invite the clubs to submit their suggestions for nominations for governor. Where the nominating committee procedure is to be utilized, such suggestions shall be considered by the nominating committee so long as they reach the committee by the date established and announced by the governor. Such announcement shall be made to the clubs in the district The deadline for suggestions is at least two months before such suggestions must reach the nominating committee meeting. The announcement shall include the address to which suggestions shall be sent. The suggestions shall be submitted in the form of by a resolution adopted at a regular club meeting of the club and certified by the secretary naming the suggested candidate. The resolution shall be certified by the club secretary. A club may shall only suggest only one of its own members as a candidate for governor nominee.~~

~~14.020.5.~~ **13.030.4.** *Nomination by Committee of Best Qualified Rotarian.*

~~The nominating committee for governor shall The committee shall nominate the best qualified Rotarian who is available to serve as governor and not be limited in its selection to those names submitted by clubs in the district. The committee shall nominate the best qualified Rotarian who is available to serve as governor.~~

~~14.020.6.~~ 13.030.5. *Notification of Nomination.*

The chair of the nominating committee shall notify the governor of the candidate selected within 24 hours of the adjournment of the nominating committee. ~~The~~ Within three days of the receipt of the notice, the governor shall ~~then publish to~~ notify the clubs in writing of the district the name and club of the nominee ~~within 72 hours from receipt of the notice from the chair of the nominating committee.~~ Publication of the announcement consists of a written notice by the governor by letter, e-mail or facsimile to the clubs in the district.

~~14.020.7.~~ 13.030.6. *Committee Inability to Select Nominee.*

~~Where~~ If the nominating committee cannot agree upon a candidate, the governor-nominee shall be elected in a club ballot ~~by mail as provided in section 14.040 13.050. or at the district conference in accordance with section 16.050.~~ Alternatively, the governor-nominee may be selected from among In either case, only those candidates suggested to the nominating committee at the district conference in accordance with section 16.050 may participate.

~~14.020.8.~~ 13.030.7. *Challenging Candidates.*

Any club in the district ~~which has been~~ in existence for at least one year as of the beginning of that year may also propose a challenging candidate for governor-nominee, but only if it provided this club has previously suggested such the candidate to the nominating committee. A club in existence for less than one year as of the beginning of that year may propose a challenging candidate provided such if the candidate is a member of that club and the challenging candidate must have been duly was already suggested to the nominating committee. The name of the challenging candidate shall be submitted ~~pursuant to~~ by a resolution by of the club adopted at a regular meeting. The club must file the resolution with the governor and filed with the governor by the date ~~determined set~~ by the governor. Such date, which shall be not more than within 14 days after publication of the announcement of notification of the selection for governor-nominee by the governor.

~~14.020.9.~~ 13.030.8. *Concurrence to Challenges.*

The governor shall inform all clubs through a form prescribed by RI ~~of the name of any~~ challenging candidate ~~who has been proposed as specified above. The governor shall also inquire and ask whether any club wishes to concur concurs with the challenge. A In order to concur, a club must file adopt a resolution of the club adopted at a regular meeting to concur with a challenge. Such resolutions must be filed and file it with the governor by the date determined set by the governor. Only challenges that have been concurred to by at least A valid challenge requires concurrences by either:~~

(a) 10 other clubs which have been in existence for at least one year as of the beginning of that year or

(b) 20 percent of the total number of clubs as at the beginning of that year in the district which have been in existence for at least one year as of the beginning of that year in that district, whichever is higher; and only when such resolutions by the club were adopted at a regular meeting in accordance with the club bylaws as determined by the governor shall be considered valid. A club shall concur with only one challenging candidate.

~~14.020.10.~~ Absence of Challenging Candidate.

The governor shall declare the candidate of the district nominating committee to be the governor-nominee ~~where no such challenging nomination has been received by the established date. Such declaration shall be made to all clubs in the district within 15 days of the deadline.~~

~~14.020.11.~~ 13.030.9. *Challenging Nominations.*

~~The~~ Within seven days after the deadline, the governor shall notify, ~~within seven days following the deadline, all clubs in the district where clubs that there is a valid challenging nomination candidate has been received by the deadline. Such~~ The notice shall include the name and qualifications of each such challenging candidate, the names of the challenging and concurring clubs, and state that such the candidates will be balloted upon voted on in a club ballot by mail or alternatively at the district conference, as long as if the challenge remains effective up to the date set by the governor valid.

Commented [COL130]: Same as 13.030.10.

~~14.020.12.~~ 13.030.10. Lack of Valid Challenging Nomination Candidate.

Where ~~If~~ there is no valid challenging nomination is received candidate, the governor shall declare the committee's candidate of the district nominating committee as the governor-nominee. The governor shall notify all clubs in the district of ~~such~~ the nominee within 15 days.

~~14.020.13.~~ Ballot at District Conference for Election of Governor nominee.

The ballot at the district conference will follow as closely as possible the provisions for a ballot by mail. All votes from a club with more than one vote shall be cast for the same candidate failing which the votes from such club shall be deemed to be spoiled votes. Each club shall designate one elector to cast all of its votes.

~~14.030.~~ 13.040. Selection Through Ballot by Mail of Governor by Club Ballot.

A district shall select its nominee for governor in a ballot by mail without the assistance of a nominating committee where circumstances require such action under subsection ~~14.020.1.~~ or when permission is given by the board.

~~14.030.1.~~ Procedure.

The governor shall ~~mail to the secretary of~~ send every club in the district an official call for nominations for governor. All nominations must be made in writing, and signed by the president and secretary of the club, and received by the governor by the deadline. The deadline shall be at least one month after the call for nominations. A club may shall suggest only one of its own members as a candidate for governor nominee. Nominations must be in the hands of the governor by a date fixed by the governor. Such date shall be at least one month after the call for such nominations. No If only one candidate is suggested by the clubs, no ballot shall be is required and the governor shall declare ~~such~~ the candidate to be the governor-nominee where only one candidate is suggested by a club.

~~14.030.2.~~ Club Nomination of Two or More Candidates.

Where ~~If~~ there are two or more candidates, the governor shall notify all clubs in the district notifies clubs of the name and qualifications of each such candidate and that all such candidates for the governor-nominee will be selected through by a club ballot by mail.

~~14.040.~~ 13.050. Club Ballot by Mail Specifications Procedure.

The governor shall prepare one ballot for each club, giving the name of any send a single transferable ballot to each club, listing first the candidate selected by the district nominating committee. The ballot shall then list and then listing in alphabetical order the names of any other candidates received by the governor. Where there are more than two candidates, balloting shall be by the single transferable ballot system. The governor shall mail send a copy of said the ballot, signed by all members of the balloting committee, to each club with instructions that the completed ballot be returned to and received by the governor. The ballots shall be returned by a date fixed set by the governor. Such This date shall be no less than 15 days or more than 30 between 15 and 30 days following the date of the governor's mailing of the governor sent the ballots to the clubs.

~~14.040.1.~~ 13.050.1. Club Voting.

The number of a club's votes is determined by the formula in subsection 16.050.1. Each club shall be entitled to at least one vote. Any club with a membership of more than 25 shall be entitled to one additional vote for each additional 25, or major fraction thereof, of its members. Such membership shall be determined by the number of members in the club as of the date of the most recent club invoice preceding the date on which the vote is to be held. However, any club whose membership in RI has been suspended by the board shall not be entitled to participate in the voting. If a club is entitled to east more than one vote, the club shall cast all votes for the same candidate. The name of the candidate for whom the club has cast its vote(s) shall be verified by the secretary and president of the club and forwarded to the governor in a sealed envelope provided therefor.

Commented [COL131]: Moved to 13.060.

~~14.040.2.~~ 13.050.2. Balloting Committee.

The governor shall ~~determine and~~ announce the place, date, and time for counting of ballots and shall appoint a balloting committee of three members to ~~arrange a place and otherwise take charge of validating and counting the ballots.~~ Validation of ballots shall be undertaken separately from the counting of the ballots. The committee shall make ~~other~~ arrangements to safeguard the secrecy of the ballots ~~as necessary.~~ Arrangements shall be made so that candidates or ~~a representative of each of them~~ their representatives may be present to observe the counting of the ballots. ~~All sealed envelopes containing the ballots from each club shall be opened in the presence of the candidates or their representatives.~~

~~14.040.3.~~ 13.050.3. Majority or Tie Vote. Report of Balloting Committee.

The balloting committee shall promptly report the results to the governor as soon as a candidate receives a majority vote, including the number of the votes for each candidate. ~~The candidate receiving a majority of the votes east shall be declared governor-nominee for that district. If two candidates each receive 50 percent of the votes in an election and one of the candidates is the nominee of the nominating committee, the nominee of there is a tie vote, the nominating committee's candidate shall be declared the governor-nominee. If neither of the candidates is the nominee of the nominating committee tied candidate was the nominating committee's choice, the governor shall select one of the tied candidates as the governor-nominee.~~

Commented [COL132]: Moved from 14.040.4.

~~14.040.4.~~ Report of Balloting Committee.

The balloting committee shall promptly report the results to the governor as soon as a candidate receives a majority vote. The report shall contain the number of the votes for each candidate. The governor shall promptly notify the candidates and clubs of the results of the ballot. The balloting committee shall retain all ballots ~~east for a period of for~~ 15 days following after the governor's notification to the candidates and clubs. ~~Such~~ The ballots shall be open to inspection by ~~a representative of any club during such this period.~~ The chair of ~~said the~~ committee shall destroy ~~such the~~ ballots following the 15-day period.

Commented [COL133]: Moved to 13.00.3.

13.060. Selection of Governor by District Conference.

If a district chooses to select its governor-nominee at the district conference, the governor shall invite the clubs to submit their suggestions for nominations for governor. The call for nominations and the ballot at the district conference will follow as closely as possible the provisions for a club ballot. All votes from a club with more than one vote shall be counted only if cast for the same candidate. Each club shall designate one elector to cast all its votes.

Commented [COL134]: Moved from 14.020.4.

Commented [COL135]: Moved from 14.020.13.

~~14.050.~~ 13.070. Certification of Governor-nominee.

The governor shall certify the name of the governor-nominee to the general secretary within ~~ten~~ 10 days ~~after such nominee has been declared of declaring~~ the nominee.

~~14.060.~~ 13.080. Rejection or Suspension of Governor-nominee.

~~14.060.1.~~ 13.080.1. Failure to Meet Qualifications.

Any ~~nominee for governor~~ governor-nominee who does not meet the ~~prescribed~~ qualifications and requirements shall be rejected and ~~shall not be~~ presented by the general secretary to the convention for election, unless excused by the board in accordance with sections 17.010. and 17.020.

~~14.060.2.~~ 13.080.2. Suspension of Nomination.

~~Notwithstanding the receipt of a signed statement from a governor nominee, the~~ The board may suspend ~~such a nomination where if it has cause to believe~~ believes that the nominee would be unable to fulfill ~~satisfactorily~~ the duties and responsibilities of the office ~~as provided in the bylaws.~~ The board shall inform the governor and nominee ~~shall be informed of such of the~~ suspension and the nominee shall be given an opportunity to submit to the board, through the ~~governor and the general secretary,~~ additional information ~~with reference to the nominee's~~ ability to assume the duties and responsibilities of the office of governor. The board shall consider all pertinent circumstances including ~~such any~~ information ~~as may be~~ submitted by the

nominee and either reject the nomination of the nominee by a two-thirds vote or withdraw the suspension.

~~14.060.3.~~ **13.080.3. Rejection of Nominee.**

The general secretary shall advise the governor of the district concerned where the nomination of if the nominee has been rejected by the board. The general secretary shall provide the reasons for ~~such the~~ rejection, and the governor shall ~~so~~ advise ~~such the~~ nominee. ~~Where If~~ time permits, the governor shall conduct a club ballot by mail in the district to select another nominee for governor in accordance with the provisions of the bylaws. ~~Where a district fails to select an acceptable and qualified nominee for governor, such~~ Otherwise, the nominee shall be selected in accordance with section ~~14.070.~~ **13.090.**

~~14.070.~~ **13.090. Special Elections Vacancies in the Offices of Governor-nominee and Governor-elect.**

~~Where If~~ a district fails to select a ~~nominee for governor~~ governor-nominee or ~~where if~~ a nominee for such office becomes disqualified for election or otherwise becomes unable or unwilling to serve and another nominee is not selected by the district prior to either before the annual election of officers at the convention, ~~the governor shall reinitiate the nominating procedures in accordance with section 14.020.~~ Similarly, where a district's nominee is elected at the convention, but becomes disqualified or otherwise unable or unwilling to serve or at least three months prior to before the international assembly, the governor shall reinitiate the nominating procedures starting with section ~~14.020.~~ **13.020.** In either event, the board shall elect the Rotarian so nominated to serve as governor-elect. Thereafter, ~~if a governor-elect becomes disqualified or unable or unwilling to serve the board shall elect a Rotarian qualified under section 16.070. to fill the vacancy.~~ Provided, however, if either a governor-elect or governor-nominee becomes unable or unwilling to serve as governor, and the selection process for his or her successor has been duly completed by the district, then the successor shall automatically fill the vacancy if he or she is willing to do so, subject to the required election either by the convention or the board. If the successor has been selected, but is unable or unwilling to fill the vacancy, the board shall elect a Rotarian qualified under section 17.010.

~~14.070.1.~~ **13.090.1. Special Provision to Special Elections Vacancies.**

When a governor reinitiates the nominating committee procedure in accordance with section ~~14.070.~~ **13.090.**, the governor shall not be required to repeat the procedure required in subsection ~~14.020.4.~~ **13.030.3.** if there were no suggestions from by clubs to the nominating committee during the previous nominating process.

Article 14 Conduct and Review of Elections

14.010. Campaigning, Canvassing, and Electioneering.

14.020. Nominating Committees – favoritism and nepotism.

14.030. Election Review Procedures.

14.010. Campaigning, Canvassing, and Electioneering.

In order that the best qualified Rotarians are selected for RI's elective offices, any effort to influence the selection process for an elective office in any manner, including campaigning, canvassing, or electioneering, is prohibited. Rotarians shall not campaign, canvass, or electioneer for elective position in RI, or allow such activity, for either themselves or others. Unless expressly authorized by the board, this prohibition includes any distribution or circulation by themselves or others of brochures, literature, letters, materials, electronic media, or other communications to any clubs or members of clubs. If a candidate learns of any prohibited activity, they shall immediately express disapproval and instruct the activity to be stopped.

14.020. Nominating Committee.

No person who has agreed in writing to be a member, alternate member, or candidate for membership on a nominating committee, whether elected or not, nor any candidate who is elected and subsequently resigns from such committee, nor any spouse, child, or parent of any

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1 such person, shall be eligible to be nominated for the respective office in the year in which the
2 committee serves.

3
4 **14.030. Election Review Procedures.**

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from 11.070.

5
6 **14.030.1. Complaints.**

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from 11.070.1.

7 A complaint about the selection process for an RI elective office or the result of an RI election
8 shall be considered by the board only if it is:

- 9 (a) Made by a club with the concurrence of at least five other clubs or a current officer of RI;
10 or by a president's representative to a district or zone meeting;
11 (b) In writing; and
12 (c) Filed with the general secretary within 21 days after the election results are announced.

13
14 **14.030.2. Board Consideration.**

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from 11.070.2.

15 The general secretary shall act upon a complaint pursuant to board procedures. The board may
16 dismiss the complaint, disqualify the candidate for the elective office sought or future RI elective
17 offices (or both) for such period as the board determines, or take any action against any
18 Rotarian it deems fair and just. A two-thirds vote is required to disqualify a candidate. The
19 board shall promptly transmit its decision to the interested parties.

20
21 **14.030.3. Repeated Election Complaints from a District.**

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from 11.070.3.

22 Notwithstanding any other provision of these bylaws or the standard club constitution:

- 23 (a) If, within the previous five years, the board has upheld two or more election complaints in
24 a district under subsection 14.030.1. the board may take any or all of the following actions
25 when it has reasonable cause to believe that RI's bylaws or election complaint procedures
26 have been violated:
27 1. disqualify from the election the nominee and any or all candidates and select a
28 qualified individual from a club in the district to serve;
29 2. remove from office any person who improperly influences or interferes in the election
30 process; and
31 3. declare that a current or past RI officer who improperly influences or interferes in the
32 election process is no longer a current or past RI officer;
33 (b) If, within the previous five years, the board has upheld three or more election complaints
34 in a district under subsection 14.030.1., the board may dissolve the district and assign the
35 clubs to surrounding districts, without regard to the provisions of section 16.010.1.

36
37 **14.030.4. Candidate Declaration of Campaigning Provisions.**

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from 11.070.4.

38 On all forms suggesting candidates to elective office, candidates shall sign a declaration that
39 they have read, understand, accept, and agree to be bound by the provisions of the bylaws.

40
41 **14.030.5. Completion of Election Review Procedure.**

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from 11.070.5.

42 The election review procedure in the bylaws is the exclusive method to contest the right to an
43 elective office or the result of an RI election. If a Rotarian candidate or a club acting for a
44 candidate does not follow and complete the election review procedure before seeking the
45 intervention by any non-Rotary agency or other dispute resolution system, the Rotarian
46 candidate shall be disqualified from the election in question and from contesting any elective
47 office of RI for a period determined by the board. If a club or a Rotarian fails to follow and
48 complete the election review procedure before seeking the intervention of any non-Rotary
49 agency or other dispute resolution system, the board may take appropriate action pursuant to
50 subsection 3.020.1 point c.

51
52 **Article 15 Administrative Groups and Administrative Territorial Unit**

53 **15.010.** Board Authority.

54 **15.020.** Supervision.

55 **15.030.** Administrative Territorial Unit (RIBI).

1 **15.010. Board Authority.**

2 Wherever clubs are administered by the direct supervision of a governor in a constituted
3 district, the board may authorize such committees, councils, or other assistants to the governor
4 as the board may deem necessary and advisable.

5
6 **15.020. Supervision.**

7 The board may establish a method of supervision in addition to the supervision ~~of by~~ the
8 governors of the clubs within any area composed of two or more geographically contiguous
9 districts. ~~In such cases, the board~~ If the board establishes a method of supervision, it shall
10 prescribe such rules of procedure, which it deems advisable. Such rules must be approved by
11 the clubs in ~~such those~~ districts and by a convention.

12
13 **15.030. Administrative Territorial Unit (RIBI).**

14 The clubs located in RIBI shall be organized and operated as an administrative territorial unit of
15 RI. RIBI shall operate pursuant to its constitution as approved by the council on legislation. It
16 shall also act on the board's behalf ~~of the board~~ to admit clubs in RIBI, as a districting
17 committee of RI, in RI financial matters as provided in these bylaws, and as ~~may be~~ authorized
18 by the board.

19
20 **15.030.1. The RIBI Constitution of RIBI.**

21 The RIBI constitution ~~of RIBI~~ shall ~~be in conformity~~ conform with the spirit and provisions of
22 the RI constitution and bylaws ~~of RI~~. The constitutions and bylaws of RI and ~~of RIBI~~ shall
23 include specific provisions relating to the unit's internal administration.

24
25 **15.030.2. Amending the RIBI Constitution of RIBI.**

26 The provisions of the RIBI constitution ~~which that~~ prescribe the unit's internal administration
27 in carrying out its powers, purposes, and functions may be amended only by ~~action of the RIBI~~
28 annual conference ~~of RIBI~~ with the approval of the council on legislation. ~~Where~~ When the
29 council on legislation amends the RI constitutional documents ~~of RI~~ in matters not related to
30 internal administration, correlative amendments necessary to ~~maintain~~ conform the RIBI
31 constitutional documents ~~of RIBI in conformity~~ with the RI constitutional documents ~~of RI~~ shall
32 be effected *ipso facto* ~~in the constitutional documents of RIBI~~.

33
34 **15.030.3. Amending the RIBI Bylaws of RIBI.**

35 The RIBI bylaws may be amended as provided in, and consistent with, its constitution and the
36 RI constitutional documents ~~of RI~~. ~~Such amendments shall be consistent with RIBI's~~
37 ~~constitution and the constitutional documents of RI.~~

38
39 **Article 16 Districts**

40 **16.010.** How Established.

41 **16.020.** District Training Assembly.

42 **16.030.** Presidents-elect Training Seminar (PETS).

43 **16.040.** District Conference and District Legislation Meeting.

44 **16.050.** Voting at District Conferences and District Legislation Meetings ~~Voting~~.

45 **16.060.** District Finances.

46 ~~16.070. Qualifications of a Governor nominee.~~

47 ~~16.080. Qualifications of a Governor.~~

48 ~~16.090. Duties of a Governor.~~

49 ~~16.100. Duties of a Governor in RIBI.~~

50 ~~16.110. Removal from Office.~~

51 ~~16.120. District Ballot by Mail.~~

52
53 **16.010. How Established.**

54 The board is authorized to group the clubs into districts. The president shall promulgate a list of
55 ~~such districts~~ and set their boundaries. ~~Such action shall be at the direction of the board.~~ The
56 board may assign a club that conducts interactive activities to any district.

16.010.1. *Eliminating and Changing Boundaries.*

The board may eliminate or change the boundaries of ~~any~~ a district with more than 100 clubs or fewer than 1,100 Rotarians, and in conjunction with any such change, ~~the board~~ may move the clubs from ~~such~~ these districts into adjacent districts. ~~The board also may merge such these districts with others, districts or divide the districts them.~~ Otherwise, no change shall be made to the boundaries of ~~any~~ a district ~~over the objection of a majority of the total number of clubs in the district if a majority of its clubs object.~~ The board may eliminate or change the boundaries of a district only after consulting with the governors and clubs involved and providing allowing them reasonable opportunity for the governors and clubs of the districts involved to provide a recommendation on the proposed change. The board shall ~~take into account~~ consider geographical boundaries, potential for district growth, and cultural, economic, language, and other relevant factors. Any board decision ~~by the board~~ to eliminate or change district boundaries shall not be effective ~~take effect~~ for at least two years. The board shall establish procedures ~~as to~~ for administration, leadership, and representation ~~for~~ of future or merged districts.

16.010.2. *Clubs in the Same Area.*

~~Where several clubs coexist~~ Clubs in the same city, borough, municipality, or urban area, ~~they~~ shall not be assigned to different districts without the approval of ~~the~~ a majority of ~~such the~~ clubs. ~~The clubs coexisting~~ Clubs that exist in the same locality have the right to be assigned to the same district. ~~Such right may be exercised by~~ They may exercise that right through petition to the board ~~from~~ by a majority of ~~said the~~ clubs. The board shall assign all the ~~coexisting~~ clubs to the same district within two years of receipt of ~~such the~~ petition.

16.020. District Training Assembly.

A district ~~(or multidistrict)~~ training assembly, ~~which may be a multidistrict training assembly,~~ shall be held annually, preferably in March, April or May, to develop Rotary club leaders who have the necessary skills, knowledge, and motivation to: sustain and/or grow expand their membership base; implement successful projects that address the needs of their communities and communities in other countries; and support ~~The Rotary Foundation TRF~~ through both program participation and financial contributions. ~~The governor-elect shall be responsible for the district training assembly. The district training assembly shall be planned and conducted under the direction and supervision of the governors-elect. The governors-elect shall plan, conduct, direct, and supervise the district training assembly.~~ In special circumstances, the board may authorize the holding of a district training assembly at a date other than ~~provided herein those specified here.~~ Those specifically invited shall include the incoming club presidents and the members of clubs assigned by the incoming president to serve in key leadership roles in the upcoming year club leaders.

16.030. Presidents-elect Training Seminar (PETS).

A district ~~(or multidistrict)~~ PETS, ~~which may be a multidistrict PETS, shall take place for the purpose of orientation and training of club~~ shall be held annually, preferably in February or March, to orient and train presidents-elect in the district as determined by the board. ~~The PETS shall be held annually, preferably in February or March. The governor-elect shall be responsible for the PETS. The PETS shall be planned and conducted under the direction and supervision of the governors-elect. The governors-elect shall plan, conduct, direct, and supervise the PETS.~~

16.040. District Conference and District Legislation Meeting.

16.040.1. *Time and Place.*

A district conference of Rotarians of each district shall be held annually at ~~such a time and place as agreed upon by the governor and the presidents of a majority of the clubs of the district.~~ The governor-nominee may begin planning the conference when selected and certified to the general secretary. The conference dates shall not conflict with the district training assembly, the international assembly, or the international convention. The board may authorize two or more districts to hold their conferences together. Further, the The district may also hold a district

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1 legislation meeting, after all clubs receive 21 days notice, at a time and place determined set by
2 the governor, provided 21 days notice is given to all clubs in the district.

3
4 16.040.2. *Site Selection.*

5 ~~Where a governor nominee has been selected and certified to the general secretary, the district~~
6 ~~conference for the year of the governor nominee's service may be planned in advance. The~~
7 ~~governor-nominee and a majority of the current club presidents of the clubs of that district must~~
8 ~~agree to on the site for such the conference. With the approval of the board, a district may also~~
9 ~~select the site of the district conference for the year of a governor nominee's service by the vote~~
10 ~~of Alternatively, the board may approve that the governor-nominee and a majority of those~~
11 ~~persons who will serve as club presidents during the same year may select the site of the~~
12 ~~conference. Where If a club has not selected its future president, the its current president of that~~
13 ~~club shall vote on the site of such conference.~~

Commented [COL145]: Moved
to 16.040.1.

14
15 16.040.3. *Conference and District Legislation Meeting Actions.*

16 A district conference and district or legislation meeting may adopt recommendations upon
17 ~~matters of importance in its on matters important to the district, provided such action shall be~~
18 ~~in accordance with the RI constitution and bylaws and in keeping with the spirit and principles~~
19 ~~of Rotary. Each district conference and district legislation meeting shall consider and act upon~~
20 ~~on all matters submitted to it for consideration by the board and may adopt resolutions thereon.~~

21
22 16.040.4. *Conference Secretary.*

23 ~~The After consulting the president of the host club, the governor shall appoint a conference~~
24 ~~secretary, who after consultation with the president of the host club. The conference secretary~~
25 ~~shall cooperate with the governor in planning the conference and recording the its proceedings~~
26 ~~thereof.~~

27
28 16.040.5. *Conference Report.*

29 ~~The Within 30 days after the conference, the governor or acting chair, along with the secretary,~~
30 ~~shall prepare and execute a written report of the conference proceedings within 30 days of the~~
31 ~~adjournment of said conference. They shall transmit three copies of such report and send it to~~
32 ~~the general secretary and one copy thereof to the secretary of each of the clubs of each club~~
33 ~~secretary in the district.~~

34
35 **16.050. *Voting at District Conferences and District Legislation Meetings Voting.***

36
37 16.050.1. *Electors.*

38 Each club in a district shall select, and certify, and send at least one elector to its annual district
39 conference and district legislation meeting (if one is held) at least one elector. Any A club with a
40 membership of more than 25 shall be entitled to members has one additional elector for each
41 additional 25; members or major fraction thereof, of its members. That is, a club with a
42 membership of up to 37 members is entitled to one elector, a club with 38 to 62 members is
43 entitled to two electors, a club with 63 to 87 members is entitled to three electors and so on.
44 Such membership shall be Membership is determined by the number of members in the club as
45 of the date of the most recent latest club invoice preceding the date on which the vote is to be
46 held before the vote, except that a suspended club has no vote. However, any club whose
47 membership in RI has been suspended by the board shall not be entitled to any electors. Each
48 elector shall be a member of the club. An To vote, an elector must be present at the district
49 conference or a district legislation meeting to vote.

50
51 16.050.2. *Conference and District Legislation Meeting Voting Procedures.*

52 Every club member in good standing of a club in a district present at the district conference or a
53 district legislation meeting shall be entitled to vote on all matters submitted to a vote at such
54 conference or district legislation meeting except for the is entitled to vote on all matters, except
55 for:

56 (a) selection of a governor-nominee,

57 (b) election of a member and alternate member of the nominating committee for director,

1 (c) composition and terms of reference of the nominating committee for governor,
2 (d) election of the club representative and alternate representative of the district to the
3 council on legislation and council on resolutions, and
4 (e) the decision as to the amount of the per capita levy.
5 However, any elector shall have the right to Any club member in good standing present may
6 demand a poll upon on any matter presented to the conference or district legislation meeting,
7 even if that member cannot vote on the matter. In such cases, voting shall be restricted to
8 electors. When voting on the selection of the governor nominee, election of a member and
9 alternate member of the nominating committee for director, composition and terms of reference
10 of the nominating committee for governor, or election of the club representative and alternate
11 representative of the district to the council on legislation and council on resolutions, matters (a),
12 (b), (c) and (d), all votes from a club with more than one vote shall be cast for the same
13 candidate or proposition. For votes requiring or utilizing a by single transferable ballot with
14 three or more candidates, all votes from a club with more than one vote shall be cast for the
15 same ordered choices order of candidates.

16
17 16.050.3. *Proxies.*

18 A ~~If the governor approves, a club may designate a proxy for its absent elector(s). Such club~~
19 ~~must obtain the consent of the governor for such proxy. The proxy may include a member of its~~
20 ~~own club or an absent elector, who may be a member of any club in the district in which the club~~
21 ~~is located. The proxy designation must be certified by the club president and secretary of such~~
22 ~~club. The proxy shall be entitled to vote as proxy for the non-attending elector(s) represented,~~
23 ~~may cast votes for an absent elector in addition to any other vote the proxy may have.~~

24
25 16.050.4. District Club Ballot.

26 Any decision or election that the bylaws authorize at a conference or training assembly may be
27 the subject of a club ballot. A club ballot shall follow the procedures in section 13.050. as nearly
28 as possible.

29
30 **16.060. District Finances.**

31
32 16.060.1. *District Fund.*

33 Each district, by resolution of a conference, may establish a fund to be called "The District
34 Fund" for financing district-sponsored projects and the administration and development of
35 administering and developing Rotary in the district. The District Fund shall be established by
36 resolution of the district conference. Any person who fails to fulfill financial requirements,
37 including improperly administering administering the district fund District Fund or failing to
38 comply with subsection 16.060.4., shall be prohibited from holding not hold any RI or district
39 office until financial irregularities are resolved within the district.

40
41 16.060.2. *Approval of Levy.*

42 ~~The District Fund shall be financed by all clubs in the district by way of a per capita levy on the~~
43 ~~members of those clubs. There shall be a per capita levy on members in the district to finance~~
44 ~~the District Fund. The amount of the levy shall be decided set by:~~

- 45 (a) ~~the district training assembly after the approval of three-fourths of incoming club~~
46 ~~presidents present, provided that where a president-elect is excused from attending the~~
47 ~~district training assembly by the governor-elect in accordance with article 13, section 5(c)~~
48 ~~of the standard club constitution, the designated representative of the president-elect shall~~
49 ~~be entitled to vote in the president-elect's place, or, at the option of the district,~~
50 (b) ~~the district conference by a majority of the electors present and voting, or~~
51 (c) ~~(b) at the option of the district, the training assembly or the district presidents-elect~~
52 ~~training seminar after the approval of PETS by three-fourths of the incoming club~~
53 ~~presidents, present, provided that where a president-elect is excused from attending by~~
54 ~~the governor-elect in accordance with including any representatives designated under~~
55 ~~article 13, section 5(c) of the standard club constitution, the designated representative of~~
56 ~~the president-elect shall be entitled to vote in the president-elect's place.~~

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from 16.120.

1 16.060.3. *Per Capita Levy.*

2 The per capita levy is mandatory ~~on~~ for all clubs of a district. The governor shall certify to the
3 board ~~the name of~~ any club that has ~~failed not paid~~ the levy for more than six months ~~to pay~~
4 ~~such levy~~. The board shall suspend ~~the services of~~ RI services to the ~~delinquent~~ club ~~while as~~
5 long as the levy remains unpaid.

7 16.060.4. *Annual Statement and Report of District Finances.*

8 The governor must provide each club an independently reviewed annual statement and report of
9 ~~the district finances that has been independently reviewed to each club in the district~~ within
10 three months of the completion end of the governor's year in office term. ~~It may be reviewed~~
11 ~~either by~~ The review may be conducted by either a qualified accountant or ~~by~~ a district audit
12 committee, as ~~may be~~ decided by the district conference. ~~If an~~ An audit committee ~~approach is~~
13 ~~selected, then it~~ must:

- 14 (a) ~~be composed of~~ have at least three active members;
15 (b) ~~have all the members be active Rotarians;~~
16 (c) ~~(b)~~ have at least one member who is a past governor or a person with audit experience;
17 (d) ~~(c)~~ not allow the following to serve on the audit committee for the year in which they serve
18 in these positions: include any current governor, treasurer, signatories signatory of district
19 bank accounts, and members or member of the finance committee; and
20 (e) ~~(d)~~ have the members be selected by the district in accordance with ~~the procedures~~
21 established by the district procedures.

22
23 ~~This~~ The annual statement and report shall include, but not be limited to, details of all:

- 24 (a) ~~all~~ sources of the district's funds (RI, ~~The Rotary Foundation~~ TRF, district, and club);
25 (b) ~~all~~ funds received by or on behalf of the district from fundraising activities;
26 (c) grants received from ~~The Rotary Foundation~~ TRF or TRF funds ~~of The Rotary Foundation~~
27 designated by the district for use;
28 (d) ~~all~~ financial transactions of district committees;
29 (e) ~~all~~ financial transactions of the governor by or on behalf of the district;
30 (f) ~~all~~ expenditures ~~of the district's~~ district funds; and
31 (g) ~~all~~ funds received by the governor from RI.

32
33 The annual statement and report shall be presented, after at least 30 days notice, for discussion
34 and adoption at the next district meeting ~~to which where~~ all clubs ~~are entitled to~~ may send a
35 representative, and for which 30 days notice has been given that the statement and report of
36 district finances ~~will be presented~~. ~~If no such district meeting is held, the statement and report~~
37 ~~shall be presented for discussion and adoption but no later than~~ at the next district conference.
38 If the statement is not adopted after presentation, it shall be discussed and adopted within three
39 months ~~of the conclusion of~~ after the district conference at the next district meeting ~~to which~~
40 where all clubs ~~are entitled to~~ may send a representative, ~~and for which 30 days notice has been~~
41 ~~given that the statement and report of district finances will be presented~~ after at least 30 days
42 notice. ~~If such a district meeting does will not take place within the three-month period, the~~
43 governor shall conduct a club ballot ~~by mail~~ within 60 days ~~thereafter~~ after the conference.

44
45 **Article 17 Governors**

46 **17.010. Qualifications of a Governor-nominee.**

47 **17.020. Qualifications of a Governor.**

48 **17.030. Duties of a Governor.**

49 **17.040. Duties of an RIBI Governor.**

50 **17.050. Removal from Office.**

51 **17.060. Vacancy in the Office of Governor.**

52
53 ~~16.070- 17.010. Qualifications of a Governor-nominee.~~

54 Unless specifically excused by the board, ~~no person shall be~~ the person selected as nominee for
55 governor ~~unless the Rotarian has the following qualifications~~ a governor-nominee shall at the
56 time of selection-;

Commented [COL147]: Article
16 Districts was split and the sections
on governors became Article 17.

1 ~~16.070.1. Rotarian in Good Standing.~~

2 (a) ~~The Rotarian must~~ be a member in good standing of a functioning club in the district.

4 ~~16.070.2. Rotarian Maintaining Full Qualifications of Membership.~~

5 (b) ~~The Rotarian must~~ have full qualifications for such club membership, including the
6 classification requirements in the strict application of the provisions therefor, and the integrity
7 of the Rotarian's classification must be without question.

9 ~~16.070.3. Rotarian's Qualification as Past President of Club.~~

10 (c) ~~The Rotarian must~~ have served as club president of a club for a full term or ~~be a~~ as charter
11 president of a club having served the full term from the date of charter to 30 June, provided that
12 this period is at least six months for at least six months.

14 ~~16.070.4. Rotarian's Ability to Fulfill Duties of Governor.~~

15 (d) ~~The Rotarian must~~ demonstrate willingness, commitment, and ability, ~~physically and~~
16 otherwise, to fulfill the duties and responsibilities of the office of a governor as provided in
17 section ~~16.090.~~ 17.030.

19 ~~16.070.5. Rotarian's Certification of Qualifications.~~

20 (e) ~~The Rotarian must~~ demonstrate knowledge of the qualifications, duties, and responsibilities
21 of governor as prescribed in the bylaws and
22 (f) submit to RI, through its general secretary, a signed a statement that the Rotarian
23 understands ~~clearly such those~~ qualifications, duties, and responsibilities. ~~Such statement shall~~
24 ~~also confirm that the Rotarian is~~ qualified for the office of governor, and is willing and able to
25 assume the and faithfully perform those duties and responsibilities of that office ~~and to perform~~
26 ~~them faithfully.~~

28 ~~16.080.~~ 17.020. Qualifications of a Governor.

29 Unless ~~specifically~~ excused by the board, a governor, ~~at the time of when~~ taking office, must
30 have attended the international assembly for its full duration, have been a ~~member of one or~~
31 ~~more Rotary clubs~~ Rotarian for at least seven years, and ~~must~~ continue to possess the
32 qualifications in section ~~16.070.~~ 17.010.

34 ~~16.090.~~ 17.030. Duties of a Governor.

35 The governor is the officer of RI in the district, functioning under the general control and
36 supervision of the board. ~~The governor is charged with the duty of furthering the Object of~~
37 ~~Rotary by providing leadership and supervision of the clubs in the district. The governor should~~
38 ~~work with district and club leaders to encourage participation in a district leadership plan as~~
39 ~~may be developed by the board. The governor shall provide inspiration and motivation to~~
40 inspire and motivate the clubs in the district. The governor shall ~~also~~ ensure continuity within
41 the district by working with past, current, and incoming district leaders ~~in fostering effective~~
42 ~~clubs. The governor shall be is~~ responsible for ~~the following activities in the district:~~

43 (a) organizing new clubs;

44 (b) strengthening existing clubs;

45 (c) promoting membership growth ~~by working with district leaders and club presidents to~~
46 ~~establish realistic membership goals for each club in the district;~~

47 (d) working with district and club leaders to encourage participation in a district leadership
48 plan as developed by the board;

49 (e) furthering the Object of Rotary by providing leadership and supervision of the clubs in the
50 district;

51 ~~(d) (f) supporting The Rotary Foundation with respect to program participation and financial~~
52 ~~contributions TRF;~~

53 ~~(e) (g)~~ promoting cordial relations among the clubs and between the clubs and RI;

54 ~~(f) (h)~~ planning for and presiding at the district conference and assisting the governor-elect in
55 the planning and ~~preparation for the presidents-elect training seminar~~ preparing the
56 PETS and the district training assembly;

Commented [COL148]: Moved
to 17.030. (d) and (e).

Commented [COL149]: Moved
from 16.090.

- (g) (i) ~~providing for~~ conducting an official visit ~~meeting to each club~~, individually or in multi-club meetings, ~~conducted throughout the year to take place at a time~~ that maximizes the governor's presence ~~for the purpose of to~~:
1. ~~focusing focus~~ attention on important Rotary issues;
 2. ~~providing provide~~ special attention to weak and struggling clubs;
 3. ~~motivating motivate~~ Rotarians to participate in service activities;
 4. ~~ensuring ensure~~ that the club constitution and bylaws ~~of the clubs~~ comply with the constitutional documents, especially following councils on legislation; and
 5. personally ~~recognizing recognize~~ the outstanding contributions of Rotarians in the district;
- (h) (j) ~~issuing a monthly letter~~ communication to each club ~~president and secretary in the district~~;
- (i) (k) reporting promptly to RI as ~~may be~~ required by the president or the board;
- (j) (l) ~~supplying the governor-elect, as soon as possible following his or her election prior to providing the governor-elect, before the international assembly, full information as to about the condition of clubs with and recommended action for strengthening clubs to strengthen them~~;
- (k) (m) assuring that district nominations and elections ~~are conducted in accordance~~ comply with the ~~RI constitution, these bylaws, constitutional documents and the RI's established policies of RI~~;
- (l) (n) ~~inquiring on a regular basis regularly~~ about the activities of Rotarian organizations operating in the district (~~Friendship Exchanges, intercountry committees, Global Networking Groups, etc.~~);
- (m) (o) transferring ~~continuing~~ district files to the governor-elect; ~~and~~
- (n) (p) performing ~~such any~~ other duties as are inherent ~~as the of an RI officer of RI~~.

~~16.100.~~ **17.040.** *Duties of a an RIBI Governor ~~in RIBI~~.*

The duties of ~~the governor in RIBI~~ an RIBI governor shall be performed in keeping with the traditional practices ~~in that of the~~ area under the direction of the general council and consistent with the RIBI constitution and bylaws. The governor shall also report promptly to RI as required by the president or the board and shall perform ~~such any~~ other duties as are inherent ~~as the officer of RI in the district of an RI officer~~.

~~16.110.~~ **17.050.** *Removal from Office.*

The president may remove a governor from office for cause ~~where a~~ if the president determines that the governor is not performing the duties and responsibilities of the office as deemed sufficient by the president sufficiently. ~~In such cases, the~~ The president shall ~~notify and~~ advise the governor that ~~said officer he or she~~ he or she has 30 days to show reason why ~~the governor he or she~~ should not be removed from office. The president may remove the governor from office at the end of the 30-day period ~~where if the governor has failed to provide adequate reason, in the president's judgment of the president.~~ A removed governor ~~removed from office under this section~~ shall not be considered ~~to be~~ a past governor.

~~16.120.~~ *District Ballot by Mail.*

All decisions and elections that the bylaws specify occur at a district conference or district training assembly may be made by the clubs of a district by a ballot by mail. Such ballot by mail shall follow as near as possible the procedures in section ~~14.040.~~

17.060. *Vacancy in the Office of Governor.*

17.060.1. *Vice Governor.*

The nominating committee for governor may select a past governor, proposed by the governor-elect, to be vice governor, who shall serve during the year following selection. If the nominating committee makes no selection, the governor-elect may select a past governor to be vice governor. The role of the vice governor is to replace the governor in case of a temporary or permanent inability to perform the governor's duties.

Commented [COL150]: Moved to 16.050.4.

Commented [COL151]: Moved from 6.120.

1 17.060.2. Permanent Vacancy in the Office of Governor.

2 If there is no vice governor, the board may elect a qualified Rotarian to fill a governor's vacancy
3 for the unexpired term. Until the board acts, the president may appoint a qualified Rotarian as
4 acting governor.

5
6 17.060.3. Temporary Inability to Perform Duties of Governor.

7 If a governor temporarily cannot perform the duties of the office and there is no vice governor,
8 the president may appoint a qualified Rotarian as acting governor.

9
10 **Article ~~17~~ 18 Committees**

11 ~~17.010. 18.010.~~ Number and Term Standing Committees.

12 ~~18.020.~~ Other Committees.

13 ~~17.020.~~ Membership.

14 ~~17.030.~~ Meetings.

15 ~~17.040. 18.030.~~ Special Committees.

16 ~~18.040.~~ Membership Committee.

17 ~~18.050.~~ Strategic Planning Committee.

18 ~~18.060.~~ Audit Committee.

19 ~~18.070.~~ Operations Review Committee.

20 ~~18.080.~~ Membership on Committees.

21 ~~18.090.~~ Meetings.

22 ~~17.050. 18.100.~~ Term of Service.

23 ~~17.060. 18.110.~~ Secretary of Committees.

24 ~~17.070. 18.120.~~ Quorum.

25 ~~17.080. 18.130.~~ Transaction of Manner of Conducting Business by Communication.

26 ~~17.090. 18.140.~~ Authority over Committees.

27 ~~17.100.~~ Membership Committee.

28 ~~17.110.~~ Strategic Planning Committee.

29 ~~17.120.~~ Audit Committee.

30 ~~17.130.~~ Operations Review Committee.

31
32 ~~17.010. 18.010.~~ Number and Term Standing Committees.

33 The board shall establish standing committees on ~~communications, constitution and bylaws,~~
34 ~~conventions, districting, election review, finance, and Rotaract and Interact,~~ as well as such
35 other committees as it from time to time may determine is in the best interests of RI. The
36 numbers and terms of office for the standing committees shall be as follows:

- 37 (a) ~~(a)~~ communications - consist of with six members, two of whom shall be appointed each
38 year for three-year terms of three years;
39 (b) ~~(b)~~ constitution and bylaws - consist of with three members, one of whom shall be
40 appointed each year for a three-year term of three years, except that in the year of the
41 council on legislation, when there shall be four members, with the most recent past member
42 serving a fourth year on the committee;
43 (c) ~~(c)~~ conventions - consist of with six members, one of whom shall be including the chair of
44 the host organization for the annual convention;. The president may appoint as chair a
45 Rotarian who previously served for two years as a member of a conventions committee but
46 not as chair;
47 (d) ~~(d)~~ districting - consist of with three members, one of whom shall be appointed annually
48 each year from the board for a three-year term of three years;
49 (e) ~~(e)~~ election review - consist of with six members, each of whom shall serve a term of three
50 years, with two members appointed each year for three-year terms;
51 (f) ~~(f)~~ finance - consist of with eight members, six of whom shall serve a term of three years
52 serving three-year terms with two members appointed each year, and plus the RI treasurer
53 and one board member of the board appointed by the board, each of whom shall serve a
54 term of one year both serving one-year terms as a non-voting member members; and
55 (g) ~~(g)~~ Rotaract and Interact - consist of with six members, each of whom shall serve a term
56 of three years, with two members appointed each year for three-year terms, plus a
57 minimum of at least three Rotaract members.

Commented [COL152]: Moved
from 17.050.

1 **18.020. Other Committees.**

2 The board may establish other committees and determine, subject to the provisions of section
3 18.100.:

4 (a) ~~The the number of members on the committees and~~

5 (b) ~~the terms of members membership, except for the standing committees, shall be as~~
6 ~~determined by the board, subject to the provision of section 17.050. below. The board~~
7 ~~shall prescribe~~

8 (c) ~~the duties and authority of all committees and, except for the standing committees,~~
9 ~~provide for~~

10 (d) ~~the continuity of committee members from year to year.~~

11
12 **17.020. Membership.**

13 ~~Except as otherwise provided in these bylaws, the president shall appoint the members of the~~
14 ~~committees and any subcommittees thereof after consultation with the board. The president~~
15 ~~shall also designate the chair of each committee and subcommittee. The president shall be an ex~~
16 ~~officio member of all RI committees.~~

Commented [COL153]: Moved
to 18.080.

17
18 **17.030. Meetings.**

19 ~~Except as otherwise provided in these bylaws, committees and subcommittees shall meet at~~
20 ~~such times and places and upon such notice as may be determined by the president. A majority~~
21 ~~of the membership shall constitute a quorum, and the act of a majority of the members present~~
22 ~~at a meeting at which a quorum is present shall be the act of the committee or subcommittee.~~

Commented [COL154]: Moved
to 18.090.

23
24 **17.040. 18.030. Special Committees.**

25 The provisions of sections ~~17.010. 17.030. 18.010., 18.020., 18.080., and 18.090.~~ do not apply
26 to any nominating committee or any committee formed under sections ~~17.100. 17.130. 18.040.~~
27 ~~18.070.~~

28
29 **18.040. Membership Committee.**

30 The board shall appoint a membership committee composed of at least eight members
31 appointed for at least three-year terms on a staggered basis and eligible for reappointment.

Commented [COL155]: Moved
from 17.100.

32
33 **18.050. Strategic Planning Committee.**

34 The board and the TRF trustees shall appoint a strategic planning committee with eight
35 members. Two members shall be appointed each year, one by the board and one by the
36 trustees, for four-year terms. No member shall be a board member, a TRF trustee, or a past
37 president. The chair and vice chair shall be jointly appointed by the RI president and the TRF
38 chair. Members who served fewer than three years may be reappointed. Members shall be
39 selected to balance experience in long-term planning, RI or TRF programs and activities, and
40 financial management. The committee shall meet as decided by the president, the board, the
41 TRF chair, or the TRF trustees.

Commented [COL156]: Moved
from 17.110.

42
43 **18.060. Audit Committee.**

44 The board shall appoint an audit committee with seven members, each of whom shall be
45 independent and financially literate. The committee shall include two current board members
46 appointed annually by the board and one current trustee appointed annually by the TRF
47 trustees. In addition, the committee shall include four members appointed by the board, who
48 are not board members or trustees, for single terms of six years. The committee shall review
49 and report to the board as appropriate on RI and TRF financial reports, the external audit, the
50 system of internal control, internal audit, and related matters. The committee advises the board
51 and trustees under terms of reference not in conflict with this section, prescribed by the board
52 and trustees. The committee shall meet up to three times per year. The president, the board, or
53 the committee chair shall determine the time, place, manner, and notice of regular meetings.
54 For additional meetings, the president or committee chair may determine the time, place,
55 manner, and notice. The chair of the operations review committee (or the chair's designee) shall
56 serve as a liaison to the audit committee.

Commented [COL157]: Moved
from 17.120.

1 **18.070. Operations Review Committee.**

2 The board shall appoint an operations review committee with six members, for single terms up
3 to six years, with one member appointed each year as appropriate to maintain six members. No
4 member shall be a past president, current board member, or current TRF trustee. Members
5 shall be selected to balance experience in management, leadership development, and financial
6 management. The president or the board shall determine the time, place, manner, and notice of
7 meetings. As deemed necessary by the board or the president, the operations review committee
8 may review operational matters, including, but not limited to, the effectiveness and efficiency of
9 operations, administrative procedures, and standards of conduct. The committee reports
10 directly to the board under terms of reference not in conflict with this section, prescribed by the
11 board.

Commented [COL158]: Moved
from 17.130.

12
13 **18.080. Membership on Committees.**

14 Except as otherwise provided in these bylaws, the president shall appoint the members of the
15 committees and any subcommittees after consulting the board. The president shall designate
16 the chair of each committee and subcommittee and serve as an *ex officio* member of all RI
17 committees.

Commented [COL159]: Moved
from 17.020.

18
19 **18.090. Meetings.**

20 Except as otherwise provided in these bylaws, the president shall determine the time, place,
21 manner, and notice of all meetings of committees and subcommittees. A majority of the
22 members shall constitute a quorum, and the act of a majority of the members present at a
23 meeting with a quorum shall be the act of the committee or subcommittee.

Commented [COL160]: Moved
from 17.030.

24
25 **17.050- 18.100. Term of Service.**

26 No person shall be eligible to ~~Except as otherwise provided in these bylaws, no person may serve~~
27 on the same RI committee of RI for more than three years ~~except as may be otherwise provided~~
28 in the bylaws. No person who has served on a committee for three years shall be is eligible for
29 subsequent later appointment to the same committee. The provisions of this This section shall
30 does not apply to an ad hoc committees or ex officio member members of any committee or to
31 members of ad hoc committees. Notwithstanding the foregoing, the president may appoint as
32 chair of a convention committee a Rotarian who has previously served for two years as a
33 member of a convention committee who has not previously served as chair.

Commented [COL161]: Moved
to 18.010.

34
35 **17.060- 18.110. Secretary of Committees.**

36 The general secretary shall be is the secretary of all committees, unless the board otherwise
37 provided for in the bylaws or by the board in establishing committees provides. The general
38 secretary may appoint another person to serve as secretary.

39
40 **17.070- 18.120. Quorum.**

41 A majority of all the committee members of a committee shall constitute is a quorum at any for
42 a meeting of such committee, unless otherwise provided for in the bylaws or by the board in
43 establishing committees.

44
45 **17.080- 18.130. Transaction of Manner of Conducting Business by Communication.**

46 A committee may transact conduct business by any appropriate means manner of
47 communication under such rules of procedure as may be prescribed by the board, unless
48 otherwise provided in contrary to the bylaws.

49
50 **17.090- 18.140. Authority over Committees.**

51 The operations and activities of all All committees shall be are subject to the board control and
52 supervision of the board pursuant to subsection 5.040.2- section 5.040. All committee actions
53 and decisions shall be are subject to the board approval of the board, except the decision of the
54 nominating committee for president in its selection of a nominee for president selecting a
55 president-nominee. However, the board shall have has jurisdiction over all actions and
56 decisions that are in violation of the provisions of sections 11.060- and 11.070 Article 14.

1 ~~17.100. Membership Committee.~~

2 The board shall appoint a membership committee to be composed of at least eight members,
3 appointed for at least three year terms, on a staggered basis, with the ability for reappointment.

Commented [COL162]: Moved
to 18.040.

4
5 ~~Interim Provision Relating to Section 17.100.~~

6 Amendments to section 17.100. adopted at the 2016 Council on Legislation pursuant to council
7 enactment 16-90 shall be implemented by the board in a manner it deems appropriate.

8
9 ~~17.110. Strategic Planning Committee.~~

10 The board and trustees of The Rotary Foundation shall appoint a strategic planning committee
11 to be composed of eight members who shall be neither members of the board nor trustees of The
12 Rotary Foundation and who shall serve four year terms with two members appointed each year.
13 Four of the members shall be appointed by the board and four of the members shall be
14 appointed by the trustees of The Rotary Foundation. One member shall be appointed annually
15 by the board and one member shall be appointed annually by the trustees. No member of the
16 committee shall be a past president. Membership shall be selected so that qualifications provide
17 a balance in membership with Rotarians experienced in long term planning, RI and/or The
18 Rotary Foundation programs and activities, and financial management. The committee shall
19 meet at such times and places and upon such notice as may be determined by the president, the
20 board, the chair of The Rotary Foundation or the trustees of The Rotary Foundation. The
21 strategic planning committee shall develop, recommend and update a strategic plan for
22 consideration by the board and trustees, survey Rotarians and clubs not less than every three
23 years in discharge of its duties to review and make recommendations to the board and trustees
24 pertaining to the strategic plan and undertake other duties assigned by the board and trustees.
25 The chair and vice chair of the committee shall be jointly appointed by the president and chair
26 of The Rotary Foundation. Members who have served fewer than three years may be
27 reappointed.

Commented [COL163]: Moved
to 18.050.

28
29 ~~Interim Provision Relating to Section 17.110.~~

30 Amendments to section 17.110. adopted at the 2016 Council on Legislation pursuant to council
31 enactment 16-93 shall be implemented by the board in a manner it deems appropriate.

32
33 ~~17.120. Audit Committee.~~

34 The board shall appoint an audit committee to be composed of seven members, each of whom
35 shall be independent and financially literate. The members of the committee shall include two
36 current members of the board appointed annually by the board and one current trustee of The
37 Rotary Foundation appointed annually by the trustees. In addition, the committee shall include
38 four members appointed by the board who shall be neither members of the board nor trustees of
39 The Rotary Foundation, and who shall serve single terms of six years. The audit committee
40 shall review and report to the board as appropriate on RI and Rotary Foundation financial
41 reports, the external audit, the system of internal control, internal audit, and other matters
42 connected therewith. The committee shall meet up to three times per year at such times and
43 places and upon such notice as may be determined by the president, the board, or the chair of
44 the committee, and, if deemed necessary by the president or the chair of the committee,
45 additional times during the year at such times and places and upon such notice as may be
46 determined by the president or the chair of the committee. The chair of the operations review
47 committee or the chair's designee shall serve as a liaison to the committee. The committee,
48 which shall act only in an advisory capacity to the board and trustees, shall function under such
49 terms of reference not in conflict with the provisions of this section, as may be prescribed by the
50 board and trustees.

Commented [COL164]: Moved
to 18.060.

51
52 ~~Interim Provision Relating to Section 17.120.~~

53 From the effective date of 1 July 2016, one additional non-director/non-trustee member shall
54 serve a six year term beginning 1 July 2017 and one additional non-director/non-trustee
55 member shall serve a six year term beginning 1 July 2018.

~~17.130.~~ *Operations Review Committee.*

The board shall appoint an operations review committee to be composed of six members, each of whom shall serve a single term not exceeding six years with one member appointed every year as appropriate to maintain a committee of six members. No member of the committee shall be a past president or current member of the board or The Rotary Foundation trustees. Membership shall be selected so that qualifications provide a balance in membership with Rotarians experienced in management, leadership development, or financial management. The committee shall meet at such times and places and upon such notice as may be determined by the president or the board. As deemed necessary by the board or the president, the operations review committee may review operational matters, including but not limited to the effectiveness and efficiency of operations, administrative procedures, standards of conduct, and other operational matters as necessary. The committee, which shall act only in an advisory capacity to the board, shall function under such terms of reference not in conflict with the provisions of this section, as may be prescribed by the board. The operations review committee shall report directly to the full board.

~~Article 18~~ **Article 19 Fiscal Matters**

~~18.010.~~ **19.010.** Fiscal Year.

~~18.020.~~ **19.020.** Club Reports.

~~18.030.~~ **19.030.** Dues.

~~18.040.~~ **19.040.** Date of Payment.

~~18.050.~~ **19.050.** Budget.

~~18.060.~~ **19.060.** Five-Year Financial Forecast.

~~18.070.~~ **19.070.** Audit.

~~18.080.~~ **19.080.** Report.

~~18.010.~~ **19.010.** *Fiscal Year.*

The fiscal year of RI shall begin on is from 1 July and end on to 30 June.

~~18.020.~~ **19.020.** *Club Reports.*

Each club shall certify to the board in any manner prescribed by the board. A club shall report to RI the number of its members on 1 July and on 1 January in each year or on such other dates as established set by the board.

~~18.030.~~ **19.030.** *Dues.*

~~18.030.1.~~ **19.030.1.** *Per Capita Dues.*

Each club shall pay to RI pays per capita dues to RI for each of its members member as follows: US\$28.00 per half year in 2016-2017, US\$30.00 per half year in 2017 - 2018, US\$32.00 per half year in 2018 - 2019, and US\$34.00 per half year in 2019 - 2020 and thereafter. Such The dues shall remain constant until changed by the council on legislation.

~~18.030.2.~~ **19.030.2.** *Additional Per Capita Dues.*

Each year a club shall pay pays to RI for each of its members additional per capita dues of US\$1.00 or such other in an amount per member, as determined by the board; to be sufficient to pay for the projected expenses of the next scheduled council on legislation and council on resolutions. There shall be no minimum amount payable to RI by any club. In the event an extraordinary meeting of the council on legislation is convened, additional per capita dues to pay for its expenses shall be paid as soon as practicable following the meeting. Such The additional dues shall be held as a separate fund are separately designated and restricted to provide for the expenses of representatives in attending the councils, as well as other administrative expenses of the councils, in a manner to be as determined by the board. The board shall furnish the clubs an accounting of receipts and expenditures. In the event of an extraordinary meeting of the council, clubs shall pay additional per capita dues as soon as practicable.

~~18.030.3. Return or Reduction of Dues.~~

The board may return to any club such portion of said dues as the board deems just. Upon request, the board may reduce or postpone the amount of per capita dues payable by a club whose locality has sustained serious damage due to natural or similar disasters.

Commented [COL166]: Moved to 19.030.4.

~~18.030.4. 19.030.3. Dues Payable by RIBI.~~

Each RIBI club in RIBI shall pay its per capita dues to RI as provided in subsection ~~18.030.1. 19.030.1.~~, through RIBI, acting on behalf of RI. RIBI shall retain one-half of the RI per capita dues assessed pursuant to subsection ~~18.030.1.~~ and forward to RI the balance of such dues to RI.

~~18.030.5. 19.030.4. Adjustment of Payments Due Dues.~~

The board may return a portion of dues to a club, as it deems appropriate. The board may adjust the payments due from the clubs in any country where the currency of such country. Upon request, the board may also adjust or postpone the amount of per capita dues payable by a club whose locality has sustained serious damage from natural or similar disasters or whose currency is so devalued to an extent that the clubs therein are club is required to pay an excessive amount of their own its currency to meet their its obligations to RI.

Commented [COL167]: Moved from 18.030.3.

~~18.040. 19.040. Date of Payment.~~

~~18.040.1. Due Date of Per Capita Dues~~ 19.040.1. Payment Due Dates.

Per capita dues shall be due and are payable pursuant to subsection ~~18.030.1. 19.030.1.~~ on 1 July and 1 January of each year or such other dates as established set by the board. Dues Additional dues are payable pursuant to subsection ~~18.030.2.~~ shall be due and payable 19.030.2. on 1 July or such other dates as established set by the board.

~~18.040.2. 19.040.2. Prorated Dues.~~

For each member who is elected into membership of a club, the Between payment due dates, a club shall pay prorated per capita dues in prorated amounts until the beginning of the next period for which dues are payable. The amount payable for each full month of membership shall be for new members, equal to one-twelfth of the annual per capita dues for each full month of membership. However, no a club is not required to pay prorated per capita dues shall be payable by a club for a transferring member or former member of another club, as described in section 4.030. The prorated Prorated per capita dues are due and payable on 1 July and 1 January or on such other dates as established set by the board. Such dues shall be changed only by the council on legislation.

~~18.040.3. 19.040.3. Currency.~~

Dues shall be payable are paid to RI in US currency, however, where it If this is impossible or impractical for a club to pay its dues in US currency, the board may authorize payment in other currency. The board also may grant an extension of time for payment of dues when emergency conditions make such action it advisable.

~~18.040.4. 19.040.4. New Clubs.~~

No club shall be liable for payment of dues until the date next following its date of admission on which a per capita dues payment is due pursuant to subsection ~~18.040.1.~~ A new club begins paying dues on the next payment due date after its admission.

~~18.050. 19.050. Budget.~~

~~18.050.1. 19.050.1. Adoption by Board.~~

Each year the board shall adopts a budget for RI for the succeeding next fiscal year. Budgeted The budget's anticipated total expenses shall not exceed total anticipated revenue.

~~18.050.2.~~ 19.050.2. Revision of Budget.

~~Such budget may be revised by the board at any time, provided that~~ The board may revise the budget at any time. ~~anticipated~~ Anticipated total expenses shall not exceed total anticipated revenue.

~~18.050.3.~~ 19.050.3. Budgeted Expenditures.

No expenditure of RI funds shall be made unless ~~such expenditure~~ it is within the board's budget ~~approved by the board~~. The general secretary ~~shall have~~ has the duty and authority to enforce compliance with this subsection.

~~18.050.4.~~ 19.050.4. Expenditures in Excess of Total Anticipated Revenue; Emergency and Unforeseen Circumstances.

The board, by a three-quarters vote of all directors, may authorize ~~the expenditure of amounts~~ expenditures in excess of anticipated revenues, but only revenue in emergency and unforeseen circumstances, provided that ~~the board shall not incur any expenditure which will result in no~~ expenditure causes indebtedness which ~~that~~ exceeds the net assets of RI. ~~Full~~ The president shall report full details of the excess expenditure and ~~the its~~ circumstances leading thereto shall ~~be reported by the president to all RI officers of RI within 60 days and to the next convention.~~

~~18.050.5.~~ 19.050.5. Annual Publication of the Yearly RI Budget of RI.

~~The budget of RI as adopted according to the provisions of subsection 18.050.1. shall be published in a form to be decided upon by the board and brought to the knowledge of all Rotary clubs not later than 30 September of each Rotary year. By 30 September each year, the RI budget shall be published as decided by the board and brought to the attention of all clubs.~~

~~18.050.6.~~ 19.050.6. Expenditures in Excess of Anticipated Revenue; General Surplus Fund.

Notwithstanding the provisions of section 18.050.4., if at any time the general surplus fund is greater than 85 percent of the highest level of annual expenses during the most recent three-year period, excluding expenditures funded from the general surplus fund and the self-financing expenditures on the annual convention and the council on legislation, the board, by a three-quarters vote, may authorize the expenditure of amounts in excess of anticipated revenues, provided, however, that such expenditure would not cause the general surplus fund to decrease below 100 percent of such 85 percent level. Full details of the excess expenditure and the circumstances leading thereto shall be reported by the president to all officers of RI within 60 days and to the next convention.

~~18.060.~~ 19.060. Five-Year Financial Forecast.

~~18.060.1.~~ 19.060.1. Annual Review of Five-Year Forecast.

The board shall ~~consider~~ review a five-year financial forecast ~~on an annual basis. Such forecast each year, which shall describe the development of RI's total revenues, and total expenses, of RI. The forecast shall also describe the development of assets, liabilities, and fund balances of RI.~~

~~18.060.2.~~ 19.060.2. Presentation of Five-Year Forecast at the Council on Legislation.

The board shall present the five-year financial forecast ~~shall be presented by the board to the council on legislation, as financial background to any pending financial legislation of a financial nature.~~

~~18.060.3.~~ 19.060.3. Year of Forecast Coincides with Council on Legislation.

The first year of the five-year financial forecast shall coincide with the year ~~during which~~ of the council on legislation ~~convenes~~.

~~18.060.4.~~ 19.060.3. Presentation of Five-Year Forecast at Rotary Institutes.

The five-year forecast shall be presented by a A director or other board representative of the board shall present the five-year forecast to each Rotary institute for discussion.

~~18.070.~~ **19.070.** *Audit.*

The board shall provide for an audit of RI ~~on at least an annual basis.~~ Such audit shall be at least once per year, prepared by licensed, certified, or chartered public accountants, or auditors of recognized standing in the country, state, or province in which the audit is made. The general secretary shall submit books and vouchers for audit ~~whenever~~ as required by the board.

~~18.080.~~ **19.080.** *Report.*

The general secretary shall publish the audited annual report of RI no later than the end of 31 December following after the fiscal year end. ~~Such~~ The report shall, by individual office, clearly show all ~~reimbursed expenses paid~~ expenses reimbursed to, and all payments made on behalf of, the president, office of the president, president-elect, president-nominee, and each of the directors ~~director.~~ In addition such report shall clearly show all reimbursed expenses paid to, and all payments made on behalf of, the office of the president. The report shall further contain the expenditures of the board, the annual convention, and each major division of the administration and the operations of the secretariat, and be accompanied by a statement comparing each of these items with the budget adopted in accordance with subsection ~~18.050.1.~~ and, if necessary, as 19.050.1., or, if revised, in accordance with subsection ~~18.050.2.~~ 19.050.2. The report shall contain full details of any ~~expenditures that vary~~ expenditure varying from the approved budget by ~~more than~~ over 10 percent in each category. The report shall be distributed to each current and past RI officer of RI and shall be made available to any club upon request. The general secretary shall send the report for the year immediately preceding before a council on legislation shall be mailed by the general secretary to all council members of that council at least 30 days prior to the opening of that council before the council convenes.

~~Article 19~~ **Article 20** *Name and Emblem*

~~19.010.~~ **20.010.** *Preservation of RI's Intellectual Property.*

~~19.020.~~ **20.020.** *Restrictions on the Use of RI's Intellectual Property.*

~~19.010.~~ **20.010.** *Preservation of RI's Intellectual Property.*

The board shall maintain and preserve ~~an~~ the name, emblem, badge, and other insignia of RI for the exclusive use and benefit of all Rotarians.

~~19.020.~~ **20.020.** *Restrictions on the Use of RI's Intellectual Property.*

~~Neither the~~ The name, emblem, badge, or other insignia of RI ~~nor or~~ of any club shall not be used by any club or by any member of a club as a trademark, special brand of merchandise, or for any commercial purpose. ~~The RI does not recognize or approve the use of such an RI or club name, emblem, badge, or other insignia in combination with any other name or emblem is not recognized by RI.~~

~~Article 20~~ **Article 21** *Other Meetings*

~~20.010.~~ **21.010.** *International Assembly.*

~~20.020.~~ **21.020.** *Rotary Institutes.*

~~20.030.~~ **21.030.** *Council of Past Presidents.*

~~20.040.~~ **21.040.** *Meetings Procedure.*

~~20.010.~~ **21.010.** *International Assembly.*

~~20.010.1.~~ **21.010.1.** *Purpose.*

~~An international assembly shall be held annually.~~ The purpose of such an international assembly shall be is to provide Rotary education, instruction in administrative duties, motivation, and inspiration to educate, motivate, and inspire governors-elect, and to afford all present an opportunity to discuss, plan, and implement Rotary's programs and activities during the succeeding year for the coming Rotary year.

~~20.010.2.~~ **21.010.2.** *Time and Place.*

The board shall determine the time and place of the international assembly. The president-elect shall be is responsible for its program and shall be the chair of any committee appointed to

Commented [COL168]: Moved to 21.010.2.

1 supervise supervising assembly arrangements. The assembly shall be held ~~prior to~~ annually
2 before 15 February. ~~The board shall make every effort to ensure that no Rotarian will be~~
3 ~~excluded solely on the basis of national citizenship when selecting a site for an international~~
4 ~~assembly.~~

Commented [COL169]: Moved
to 5.050.

5
6 ~~20.010.3.~~ 21.010.3. *Participants.*

7 The participants authorized to attend the international assembly include: the president, the
8 directors, the president-nominee, the directors-elect, the directors-nominee, the general
9 secretary, the governors-elect, the officers-nominee of RIBI, the chairs of the RI committees ~~of~~
10 ~~RI,~~ and ~~such~~ other persons as that the board may designate.

11
12 ~~20.010.4.~~ 21.010.4. *Special or Sectional Assemblies.*

13 The board may arrange ~~for~~ two or more ~~such~~ special assemblies or sectional assemblies to meet
14 an emergency or special condition.

15
16 ~~20.020.~~ 21.020. *Rotary Institutes.*

17 The president may authorize the convening of Rotary institutes as annual informational
18 meetings, ~~known as Rotary institutes, to be attended by~~ for past, present, and incoming RI
19 officers ~~of RI,~~ and other Rotarians and guests invited by the convener. A Rotary institute may
20 be organized for RI, a zone, a section of a zone, or a grouping of zones.

21
22 ~~20.030.~~ 21.030. *Council of Past Presidents.*

23
24 ~~20.030.1. How Constituted~~ 21.030.1. Composition.

25 There shall be a ~~council of past presidents which shall be a~~ standing council composed of past
26 presidents ~~holding membership in a club who are club members.~~ The president ~~shall be~~ is a
27 non-voting ex officio a member of the council ~~of past presidents,~~ with the privilege of attending
28 its meetings and ~~taking part~~ participating in its deliberations, ~~but shall have no vote in the~~
29 ~~proceedings thereof.~~

30
31 ~~20.030.2. Officers.~~

32 The penultimate past president ~~shall~~ serves as chair, ~~of the council of past presidents. The~~
33 ~~member of the council who is~~ the immediate past president ~~shall serve~~ as vice-chair, ~~of the~~
34 ~~council. The~~ and the general secretary ~~shall be the~~ as secretary ~~of the council of past presidents~~
35 but shall not be a member thereof of the council.

36
37 ~~20.030.3.~~ 21.030.2. *Duties.*

38 The council of past presidents shall consider, ~~through correspondence,~~ matters referred by the
39 president or board and may give advice and recommendations to the board ~~thereon on them.~~
40 The council shall also, ~~upon~~ at the request of the board, act as mediators in matters involving
41 clubs, districts, and officers.

42
43 ~~20.030.4.~~ 21.030.3. *Meetings.*

44 The president or the board may call a meeting of the council of past presidents, ~~where concerted~~
45 ~~consideration and recommendation of the council is required. Such meeting shall have an~~
46 ~~agenda which shall include topics referred by the president or the board. The chair of the~~
47 ~~council shall make a report to the board subsequent to each meeting. Such report shall receive~~
48 ~~no publicity unless it is released in whole or in part for that purpose by the board.~~

49
50 ~~20.030.4.1. Meeting at Convention and International Assembly.~~

51 The council of past presidents ~~shall~~ which may also meet at the annual convention and/or
52 international assembly. The chair of the council shall make a written report to the board after
53 each meeting.

54
55 ~~20.040.~~ 21.040. *Meetings Procedure.*

56 The chair of each Rotary meeting, assembly, conference, or convention shall decide all matters
57 of procedure not specifically covered by the constitution, bylaws, or special rules of procedure

adopted by RI. ~~Such matters of procedure~~ These procedures shall ~~take into consideration basic fairness~~ be fair to all concerned, subject to the right of appeal to ~~such~~ the assembly.

Article 21 Article 22 Official Magazine

~~21.010. 22.010.~~ Authority for Publishing Official Magazine.

~~21.020. 22.020.~~ Subscription Prices.

~~21.030. Subscription to Magazines.~~

~~21.010. 22.010.~~ Authority for Publishing Official Magazine.

The board shall ~~be responsible for publishing~~ publish an official RI magazine of RI. ~~The official magazine shall be published in as many editions as the board authorizes.~~ shall authorize, the basic edition being published in English and being known as The English edition is THE ROTARIAN. The purpose of the official magazine ~~shall be to serve as a medium~~ is to assist the board in furthering the purposes of RI and the Object of Rotary.

~~21.020. 22.020.~~ Subscription Prices.

~~21.020.1. Price.~~

~~The board shall determine the subscription price of all editions of the official magazine.~~

Commented [COL170]: Moved to 22.020.1.

~~21.020.2. 22.020.1. Required Subscription.~~

Each member of a club in the United States and Canada shall ~~become~~ be a paid subscriber to the official ~~magazine or to a Rotary magazine approved for that club by the board~~ for the duration of such their membership. Two Rotarians residing at the same address ~~have the option to may~~ subscribe jointly to the an official magazine. ~~The board shall determine the subscription price of all editions of the official magazine.~~ Such subscription shall be collected by the club from its members and forwarded to RI on behalf of the member Clubs shall collect the subscription fee and forward it to RI. Each member shall ~~have the option to may~~ choose to receive either a printed ~~copy by mail or an~~ (where available) electronic copy via the internet. ~~The board may excuse a club from complying with this section if its members are not literate in any of the languages of the official magazine or the Rotary magazine approved by the board for the club.~~

Commented [COL171]: Moved from 21.030.1.

Commented [COL172]: Moved from 21.020.1.

Commented [COL173]: Moved from 21.030.2.

~~21.020.3. 22.020.2. Magazine Income.~~

The ~~magazine's~~ income generated by the ~~magazine in a~~ during the current year shall ~~not~~ be used during that year for purposes other than only for its publication and improvement. Any ~~At the end of the year, any~~ excess income over expenditure shall be transferred to the RI's general fund surplus of RI at the end of the year, unless otherwise provided by the board the board provides otherwise.

~~21.030. Subscription to Magazines.~~

~~21.030.1. Required Subscription.~~

Each member of a club not located in the United States or Canada shall ~~become~~ be a paid subscriber to the official magazine of RI or to a Rotary magazine approved and prescribed for that club by the board. Two Rotarians residing at the same address ~~have the option to subscribe jointly to the official magazine or the Rotary magazine approved and prescribed by the board for their club or clubs.~~ The members shall maintain such subscriptions for the duration of their membership. Each member shall ~~have the option to choose to receive either a printed copy by mail or an electronic copy via the internet where available.~~

Commented [COL174]: Moved to 22.020.1.

~~21.030.2. Exceptions to Subscription Requirement.~~

A club may be excused by the board from complying with the provisions of this section if its members are not literate in any of the languages of the official magazine or the Rotary magazine approved by the board for such club.

Commented [COL175]: Moved to 22.020.1.

Article 22 Rotary's Website

The board is responsible for opening and maintaining an RI site on the web. This website shall be called Rotary's website and opened in several languages approved by the board. The purpose of this website is to help the board advance the purpose of RI and the Object of Rotary. RI, districts and clubs are urged to maintain websites in appropriate languages, which include, where feasible, a link to Rotary's website.

Article 23 The Rotary Foundation

23.010. ~~TRF's Purpose of The Foundation.~~

23.020. Trustees.

~~**23.030.** Terms of Trustees.~~

~~**23.040.** Compensation of Trustees.~~

~~**23.050.**~~ **23.030.** Expenditures of Trustees.

~~**23.060.**~~ **23.040.** Report of Trustees.

23.010. *TRF's Purpose of The Foundation.*

The Rotary Foundation of RI TRF shall be operated exclusively for charitable and educational purposes by the trustees of The Rotary Foundation in accordance with the Foundation's its articles of incorporation and bylaws. The articles of incorporation and bylaws can only be amended only by the trustees and with the consent of the board.

23.020. *Trustees.*

There shall be 15 trustees, each nominated by the president-elect and elected by the board in the year ~~prior to before~~ taking office. Four of the trustees shall be past RI presidents of RI. All trustees shall satisfy the qualifications ~~listed in the Foundation's~~ in TRF's bylaws.

~~**23.020.1.** Vacancies in the Office of Trustee.~~

In the event of a vacancy in the position of trustee, a new trustee shall be nominated by the president and elected by the board to fill the unexpired complete the term.

~~**23.030.** Terms of Trustees.~~

The terms of the trustees shall be four years. Trustees may be ~~reappointed.~~ reelected

~~**23.040.** Compensation of Trustees.~~

All trustees and shall serve without compensation.

~~**23.050.**~~ **23.030.** *Expenditures of Trustees.*

The trustees shall make expenditures from the TRF's property of the Foundation only with the board's approval of the board, except for the following two types of expenditures, which that require only the trustees' approval of the trustees:

- (1) the necessary expenses of ~~administration of the Foundation;~~ administering TRF and
- (2) expenditures of the income or principal of gifts to the Foundation which are TRF as prescribed by the terms of the gift or bequest.

~~**23.060.**~~ **23.040.** *Report of Trustees.*

The trustees shall report ~~no less than annually~~ to RI at least annually on the TRF's programs and finances of the Foundation. The annual report of the Foundation shall, by individual office, clearly show all ~~reimbursed expenses paid~~ expenses reimbursed to, and all payments made on behalf of, each of the trustees trustee.

Article 24 Indemnification

The board may establish and implement policies for indemnification of RI's directors, officers, employees, and agents of RI.

Article 25 Arbitration and Mediation

25.010. Disputes: Mandatory Mediation or Arbitration.

~~**25.020.** Date for Mediation or Arbitration.~~

~~25.030.~~ **25.020.** Mediation.

~~25.040.~~ **25.030.** Arbitration.

~~25.050.~~ Decision of Arbitrators or Umpire.

~~25.060.~~ **25.040.** Costs of Mediation or Arbitration.

25.010. *Disputes: Mandatory Mediation or Arbitration.*

Should any dispute other than as to a decision of the board arise between any Any dispute between the current or former member(s) of a Rotary club and a Rotary district, RI, or an RI officer, on any account whatsoever which that cannot be settled amicably, except a board decision, the dispute shall, upon a disputant's request to the general secretary by any of the disputants, be resolved by mediation or, if mediation is refused by one or more parties, be settled fails, by arbitration. Such a request for mediation or arbitration should take place within sixty (60) days of A request must be made in writing within 60 days after the occurrence of the dispute. Within 90 days after receiving the request, the board shall set the time, place, and manner of the mediation.

Commented [COL177]: Moved from 25.020.

~~25.020.~~ *Date for Mediation or Arbitration.*

In the event of mediation or arbitration, the board shall set a date for the mediation or arbitration, in consultation with disputants, to be held within ninety (90) days after the receipt of the request for mediation or arbitration.

Commented [COL178]: Moved to 25.010.

~~25.030.~~ **25.020.** Mediation.

The procedure for such mediation shall be set by the board. Either of the disputants may request the general secretary, or someone appointed by the general secretary for this purpose, to appoint a mediator who is a member of a Rotary club, other than that of the disputing parties, and who has appropriate mediation skills and experience. The board shall set the procedure for mediation, including appointing as mediator a neutral and detached Rotarian with appropriate skills and experience. Either party may request as mediator a Rotarian who is not a member of any disputant's club. The decision of the mediator shall be in writing and distributed to the parties and the general secretary. A party who disagrees with the outcomes may request further mediation.

Commented [COL179]: Moved from 25.030.1.

~~25.030.1.~~ *Mediation Outcomes.*

The outcomes or decisions agreed between the parties as a result of mediation shall be recorded and copies held by each party, the mediator(s), and one copy given to the board to be held by the general secretary. A summary statement of outcomes acceptable to the parties involved shall be prepared for the information of both parties. Either party through the general secretary may call for further mediation, if either party has retracted significantly from the mediated position.

Commented [COL180]: Moved to 25.020.

~~25.030.2.~~ *Unsuccessful Mediation.*

If mediation is requested but is unsuccessful, any disputant may request arbitration as provided in section 25.040. of this article.

Commented [COL181]: Moved to 25.030.

~~25.040.~~ **25.030.** Arbitration.

In the event of a request for arbitration, each If mediation has failed, any disputant may request arbitration. The board shall set the time, place, and manner of the arbitration. Each party shall appoint a Rotarian as an arbitrator and the arbitrators shall appoint an umpire. Only a member of a Rotary club, other than that of the disputants, may be appointed as umpire or arbitrator. Multiple parties with similar positions, as determined by the board, shall agree on one arbitrator. The arbitrators shall appoint as an umpire a neutral and detached Rotarian with appropriate skills and experience.

~~25.050.~~ *Decision of Arbitrators or Umpire.*

If arbitration is requested, the The decision by the arbitrators or, if they disagree, by the umpire, shall be final and binding on all parties and shall not be subject to appeal.

1 ~~25.060. 25.040.~~ *Costs of Mediation or Arbitration.*

2 ~~The costs of the conflict resolution, whether by~~ Costs of mediation or arbitration, should be
3 ~~borne on an equal basis shall be paid equally by the disputants, unless otherwise decided by the~~
4 ~~mediator, arbitrators, or umpire of the arbitration.~~

5 6 **Article 26 Amendments**

7 ~~The~~ These bylaws may be amended only by a majority ~~vote~~ of those ~~present and~~ voting at the
8 council on legislation, ~~except as provided for or~~ an extraordinary council meeting ~~of the council~~
9 ~~on legislation as provided in section 7.060. 7.090.~~

(End of Text)

PURPOSE AND EFFECT

10 The constitutional documents are amended by the Council every three years. However, over
11 time their language becomes fragmented and inconsistent as individual sections are amended.
12 The last time the RI Bylaws had a comprehensive review was in 1995 and it was apparent that a
13 review was needed again to clarify and reorganize the RI Bylaws. In Rotary Year 2016-17,
14 President Germ appointed the Constitutional Document Review Committee to recommend
15 simplifications to the RI Bylaws.

16
17 The committee drafted this legislation so as to make no substantive changes to the RI Bylaws,
18 but rather to modernize and streamline the current provisions. For example, the committee
19 recommended that the qualifications and duties of governors be a standalone article, rather
20 than included in the districts article. This mirrored other articles on the Board of Directors and
21 Rotary officers. Changes were also made to help with the flow and readability; such as the
22 Committees article which was reordered. Notes were added to the legislation to mark when
23 sections were moved.

24
25 In addition, there was an effort to reduce redundancy. For example, several sections were
26 deleted from Article 11 "Nominations and Elections for Officers – General Provisions," because
27 they were already found in other articles. Also, rather than repeating several times how to
28 calculate the number of club votes or electors, it was included in the Districts article and then
29 referenced when needed.

30
31 Overall, the purpose of these changes was to simplify the RI Bylaws and enable them to be
32 better understood by all Rotarians.

FINANCIAL IMPACT

33 This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Referred to Board

☐ Postponed

☐ Adopted as Amended

☐ Rejected

☐ Withdrawn

NOTES

EXECUTIVE SUMMARY

19-116 To modernize and streamline the Standard Rotary Club Constitution without making any substantive changes

This item was drafted to make non-substantive changes to the Club Constitution. For months, a special committee reviewed each section, in order to remove extra words and streamline the format. No changes to content are made. The changes are cosmetic, removing redundancies, and improving readability and access by Rotarians. In the end, the Club Constitution will be one-sixth shorter and much easier to use. Some examples of the changes are:

- Modernizing the language in Article 8 “Meetings” about attending a meeting, changing the time of a meeting, and cancelling a meeting
- Clarifying in Article 10 the reporting of membership types to RI, and removing details about honorary memberships that duplicate section 4.050. of the RI Bylaws
- Reordering the ways to make up an absence and consolidating sections about the different types of absences in Article 12
- Reorganizing sections in Article 15 about terminating a membership and rejoining a club
- Aligning section 6 of Article 15 with Article 19 “Arbitration and Mediation,” and both of them with Article 25 in the RI Bylaws
- Rewording Article 17 to mirror the changes to the magazine sections in Article 21 of the RI Bylaws
- Moving and updating Article 21 about “electronic mail (e-mail) and internet technology” to Article 1 “Definitions”

PROPOSED ENACTMENT 19-116

To modernize and streamline the Standard Rotary Club Constitution without making any substantive changes

Proposer(s): Board of Directors of RI

To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows (pages 87-99 MOP)

Article 1 Definitions

As used in this constitution, unless the context otherwise clearly requires, the words in this article shall have the following meanings:

1. Board: The Board of Directors of this club;
2. Bylaws: The bylaws of this club;
3. Director: A member of director on this club's Board of Directors;
4. Member: A member, other than an honorary member, of this club;
5. RI: Rotary International;
6. Satellite club (when applicable): A potential club whose members shall also be members of this club;
7. Writing: A communication capable of documentation, regardless of the method of transmission.
- ~~7-8.~~ Year: The twelve-month period ~~which begins on~~ beginning 1 July;

Article 2 Name

~~The name of this~~ This organization shall be the Rotary Club of _____
(Member of Rotary International).

~~(a) The name of a~~ any satellite of this club ~~(when applicable)~~ shall be Rotary Satellite Club of _____
(A satellite of Rotary Club of _____).

Article 3 Purposes

The purposes of this club are to:

- (a) pursue the Object of Rotary;
- (b) carry out successful service projects based on the ~~Five~~ five Avenues of Service;
- (c) contribute to the advancement of Rotary by strengthening membership;
- (d) support The Rotary Foundation, ~~and~~
- (e) develop leaders beyond the club level;

Article 4 Locality of the Club

The locality of this club is ~~as follows~~: _____

Any satellite club of this club shall be located in this locality or the surrounding area.

Article 5 Object

The Object of Rotary is to encourage and foster the ideal of service as a basis of worthy enterprise and, in particular, to encourage and foster:

- First.* The development of acquaintance as an opportunity for service;
- Second.* High ethical standards in business and professions; the recognition of the worthiness of all useful occupations; and the dignifying of each Rotarian's occupation as an opportunity to serve society;

Commented [COL1]: Moved from Article 13, Section 6.

- 1 *Third.* The application of the ideal of service in each Rotarian's personal, business, and
2 community life;
3 *Fourth.* The advancement of international understanding, goodwill, and peace through a
4 world fellowship of business and professional persons united in the ideal of service.
5

6 **Article 6 Five Avenues of Service**

7 Rotary's ~~Five~~ five Avenues of Service are the philosophical and practical framework for the work
8 of this Rotary club.

- 9 1. Club Service, the first Avenue of Service, involves action a member should take within this
10 club to help it function successfully.
11 2. Vocational Service, the second Avenue of Service, has the purpose of promoting high
12 ethical standards in businesses and professions, recognizing the worthiness of all dignified
13 occupations, and fostering the ideal of service in the pursuit of all vocations. The role of
14 members includes conducting themselves and their businesses in accordance with
15 Rotary's principles and lending their vocational skills to club-developed projects in order
16 to address the issues and needs of society.
17 3. Community Service, the third Avenue of Service, comprises varied efforts that members
18 make, sometimes in conjunction with others, to improve the quality of life of those who
19 live within this club's locality or municipality.
20 4. International Service, the fourth Avenue of Service, comprises those activities that
21 members do to advance international understanding, goodwill, and peace by fostering
22 acquaintance with people of other countries, their cultures, customs, accomplishments,
23 aspirations, and problems, through reading and correspondence and through cooperation
24 in all club activities and projects designed to help people in other lands.
25 5. Youth Service, the fifth Avenue of Service, recognizes the positive change implemented by
26 youth and young adults through leadership development activities, involvement in
27 community and international service projects, and exchange programs that enrich and
28 foster world peace and cultural understanding.
29

30 **Article 7 Exceptions to Provisions on Meetings and Attendance**

31 The bylaws may include ~~rules or requirements~~ provisions that are not in accordance with and
32 that supersede article 8, section 1; article 12; and article 15, section 4, of this constitution. ~~Such~~
33 ~~rules or requirements shall supersede the rules or requirements of these sections of this~~
34 ~~constitution; a~~ A club, however, must meet at least twice per month.
35

36 **Article 8 Meetings**

37 **Section 1 — Regular Meetings.** ~~[See article 7 for exceptions to the provisions of this section.]~~

- 38 (a) *Day and Time.* This club shall hold a regular weekly meeting ~~once each week~~ on the day
39 and ~~at the time provided set~~ in the bylaws.
40 (b) *Method of Meeting.* Attendance may be in person, by telephone, online, or through an
41 online interactive activity through an online meeting, or using an online connection for
42 members whose attendance otherwise would be precluded. ~~Alternatively, a club shall hold~~
43 ~~a meeting once each week or during the week(s) chosen in advance by posting an~~
44 ~~interactive activity on the club's website. The latter type of~~ An interactive meeting shall be
45 considered as to be held on the day that the interactive activity is to be posted on the
46 website.
47 (c) *Change of Meeting.* For good cause, the board may change a regular meeting to any day
48 ~~during the period commencing with the day following the preceding regular meeting and~~
49 ~~ending with the day preceding the next regular meeting, or between the preceding and~~
50 following regular meetings, to a different ~~hour~~ time of the regular day, or to a different
51 place.
52 (d) *Cancellation.* The board may cancel a regular meeting ~~if it falls on~~ for these reasons:
53 (1) a legal holiday, including a commonly recognized holiday, or during the a week which
54 that includes a legal holiday, including a commonly recognized holiday, or
55 (2) in case observance of the death of a club member, or of
56 (3) an epidemic or of a disaster affecting that affects the whole community, or

(4) ~~of an armed conflict in the community which that~~ endangers the lives of ~~the club~~ members.

The board may cancel ~~not more than up to~~ four regular meetings in a year for causes not otherwise specified herein provided that this club does not fail to meet for listed here, but may not cancel more than three consecutive meetings.

~~(d)~~ (e) *Satellite Club Meeting (When Applicable)*. If provided in the bylaws, a satellite club shall hold regular weekly meetings at a ~~place and at a time and day, time, and place~~ decided by its members. The day, time, and place of the meeting may be changed in a way similar ~~way~~ to that provided for the club's regular meetings in section ~~1(b)~~ 1(c) of this article. A satellite club meeting may be cancelled for ~~any of the reasons enumerated in~~ section ~~1(e)~~ 1(d) of this article. Voting procedures shall be as provided in the bylaws.

Section 2 — Annual Meeting.

(a) An annual meeting ~~for the election of to elect~~ officers shall be held ~~not later than before~~ 31 December, as provided in the bylaws.

(b) A satellite club (when applicable) shall hold an annual meeting of its members before 31 December to elect officers for the general governance of the satellite club.

Section 3 — Board Meetings. ~~Written Within 60 days after all board meetings, written minutes should be provided for all board meetings. Such minutes should be available to all members within 60 days of said meeting.~~

Article 9 Exceptions to Provisions on Membership

The bylaws may include ~~rules or requirements~~ provisions that are not in accordance with and that supersede article 10, sections 2 and 4 - 8 of this constitution. ~~Such rules or requirements shall supersede the rules or requirements of these sections of this constitution.~~

Article 10 Membership [See article 9 for exceptions to sections 2 and 4 - 8 of this article.]

Section 1 — General Qualifications. This club shall be composed of ~~adult persons~~ adults who demonstrate good character, integrity, and leadership; possess good reputations within their businesses, professions, and ~~for~~ community; and are willing to serve in their community and/or around the world.

Section 2 — ~~Kinds~~ Types. This club shall have two ~~kinds~~ types of membership, ~~namely:~~ active and honorary. Clubs may create other types in accordance with article 9, who are reported to RI as either active or honorary.

Section 3 — Active Membership Members. A person ~~possessing who possesses~~ the qualifications ~~set forth~~ in article 5, section 2 of the RI constitution may be elected ~~to active membership in this club as an active club member.~~

Section 4 — Satellite Club Membership Members. Members of a satellite club of this club shall also be members of ~~the sponsor~~ this club until ~~such time as~~ the satellite club ~~shall be is~~ admitted ~~into to RI membership of RI~~ as a Rotary club.

Section 5 — Prohibited Dual Memberships. No ~~person member~~ shall simultaneously (a) hold active membership in belong to this and another club other than a satellite of this club, or

(b) ~~No person shall simultaneously be a member and be an honorary member in this club.~~

Section 6 — Honorary Membership. This club may elect honorary members for terms set by the board, who shall:

(a) *Eligibility for Honorary Membership.* Persons who have distinguished themselves by meritorious service in the furtherance of Rotary ideals and those persons considered friends of Rotary for their support of Rotary's cause may be elected to honorary membership in this club. The term of such membership shall be as determined by the board. Persons may hold honorary membership in more than one club.

(b) (a) *Rights and Privileges.* Honorary members shall be exempt from the payment of paying dues,

(b) ~~shall have no not~~ vote, and

(c) ~~shall not be eligible to hold any club office, in this club.~~

(d) ~~Such members shall~~ not hold classifications, and

(e) ~~but shall~~ be entitled to attend all meetings and enjoy all ~~the other privileges of this in the~~ club. ~~No honorary member of this club is entitled to any but have no rights and or~~ privileges in any other club, except for the right to visit other clubs without being the guest of a Rotarian's guest.

Section 7 — Holders of Public Office. Persons ~~elected or appointed to public office for a~~ specified time shall not be serving in public office for specific terms are not eligible to ~~for~~ active membership ~~in this club~~ under the classification of ~~such that~~ office. This restriction ~~shall does~~ not apply to persons ~~holding who hold~~ positions or offices in schools, colleges, or other institutions of learning, ~~or to persons who are those~~ elected or appointed to the judiciary. Members ~~who are elected or appointed to public office for a specified period serving in public~~ office for specific terms may continue ~~as such members~~ in their existing classifications during ~~the period their terms in which they hold such office.~~

Section 8 — Rotary International RI Employment. This club may retain in its membership any member employed by RI.

Article 11 Classifications

Section 1 — General Provisions.

- (a) *Principal Activity.* Each member shall be classified in accordance with the member's business, profession, or ~~type of~~ community service. The classification shall ~~be that which~~ describes describe the principal and recognized activity of the member's firm, company, or institution, ~~with which the member is connected or that which describes the member's~~ principal and recognized business or professional activity, ~~or that which describes the~~ nature of the member's community service activity.
- (b) *Correction or Adjustment.* ~~If the circumstances warrant, the~~ The board may correct or adjust the classification of any member. ~~Notice of a~~ The member shall be given notice of, ~~and allowed a hearing on, the~~ proposed correction or adjustment ~~shall be provided to the member and the member shall be allowed a hearing thereon.~~

Section 2 — Limitations. This club shall not elect a person to active membership from a classification if the club already has five or more members from that classification, ~~unless the~~ If this club has more than 50 members, ~~in which case,~~ the club may elect a person to active membership in a classification so long as ~~it will not result in the classification making up the~~ classification will not then have more than 10 percent of the club's active ~~membership~~ members. Members who are retired shall not be included in the ~~total~~ number of members in a classification. The classification of a transferring or former member of a club, or a Rotaractor or Rotary alumnus as defined by the ~~RI~~ board of directors of RI, shall not preclude election to active membership, even if the election ~~results in club membership temporarily exceeding the~~ above limitations causes a classification limitation to be temporarily exceeded. If a member ~~changes classification~~ member's classification changes, the club member may continue the member's membership under the new classification ~~notwithstanding despite~~ these limitations.

Article 12 Attendance [See article 7 for exceptions to the provisions of this article.]

Section 1 — General Provisions. Each member should attend this club's regular meetings, or its satellite club's regular meetings if provided in the bylaws, and engage in this club's service projects, ~~other~~ events, and ~~other~~ activities. A member shall be counted as attending a regular meeting if ~~the member he or she:~~

- (a) is present in person, by telephone, or ~~using an online connection~~ online for at least 60 percent of the meeting, ~~or~~
- (b) is present ~~and is but~~ called away unexpectedly and ~~subsequently produces evidence to the~~ satisfaction of the board that such action later presents to the board satisfactory evidence ~~that leaving was reasonable, or~~
- (c) participates in the regular ~~meeting~~ online interactive activity posted on the club's website within one week ~~following after~~ its posting, or makes up ~~for an the~~ absence in any of the following ways within 14 days before or after the regular meeting:

- (a) ~~14 Days Before or After the Meeting.~~ If, within fourteen (14) days before or after the regular time for that meeting, the member

- (1) ~~attends~~ Attends at least 60 percent of the regular meeting of another club, ~~of a satellite club meeting of another club, or of a provisional club;~~ or a satellite of another club
- (2) ~~Is present at the time and place of a regular meeting or satellite club meeting of another club for the purpose of attending, but that club is not meeting at that time or place~~
- (3) ~~Attends and participates in a club service project or a club-sponsored community event or meeting authorized by the board~~
- (4) ~~Attends a board meeting or, if authorized by the board, a meeting of a service committee to which the member is assigned~~
- (5) ~~Participates through a club website in an online interactive activity~~
- (6) ~~attends~~ Attends a regular meeting of a Rotaract or Interact club, Rotary Community Corps, or Rotary Fellowship or of a provisional Rotaract or Interact club, Rotary Community Corps, or Rotary Fellowship; ~~or~~
- (7) ~~attends a~~ Attends an RI convention ~~of RI, a council on legislation, an international assembly International Assembly, a Rotary institute for past and present officers of RI, a Rotary institute for past, present, and incoming officers of RI, or any other, any~~ meeting convened with the approval of the RI board of directors ~~of RI or the RI~~ president ~~of RI acting on behalf of the board of directors of RI, a Rotary multizone conference, a meeting of a an RI committee of RI, a Rotary district conference, a Rotary district training assembly, any district meeting held by at the direction of the board of directors of RI RI Board, any district committee meeting held by direction of the district governor, or a regularly announced intercity meeting of Rotary clubs;~~ ~~or~~
- (4) ~~is present at the usual time and place of a regular meeting or satellite club meeting of another club for the purpose of attending such meeting, but that club is not meeting at that time or place; or~~
- (5) ~~attends and participates in a club service project or a club-sponsored community event or meeting authorized by the board; or~~
- (6) ~~attends a board meeting or, if authorized by the board, a meeting of a service committee to which the member is assigned; or~~
- (7) ~~participates through a club website in an interactive activity requiring an average of 30 minutes of participation.~~

Commented [COL2]: Moved from points 4, 5, 6, and 7.

Section 2 — Long-Term Travel Abroad. ~~When a A member is outside leaving the member's country of residence for more than fourteen (14) 14 days, is not subject to the time restriction for making up an absence. shall not be imposed, so that the The member may attend regular meetings or satellite club meetings in another country at any time during the travel period, and each such attendance which shall count as a valid make-up make-ups for any regular meeting missed during the member's time abroad.~~

Commented [COL3]: Moved to points 2, 3, 4, and 5.

(b) ~~At the Time of the Meeting.~~ If, at the time of the meeting, the member is

- (1) ~~traveling with reasonable directness to or from one of the meetings specified in subsection (a)(3) of this section; or~~
- (2) ~~serving as an officer or member of a committee of RI, or a trustee of The Rotary Foundation; or~~
- (3) ~~serving as the special representative of the district governor in the formation of a new club; or~~
- (4) ~~on Rotary business in the employ of RI; or~~
- (5) ~~directly and actively engaged in a district-sponsored or RI or Rotary Foundation-sponsored service project in a remote area where making up attendance is impossible; or~~
- (6) ~~engaged in Rotary business duly authorized by the board which precludes attendance at the meeting.~~

Commented [COL4]: Moved to Section 4.

Section 2 3 — Extended Absence on Outposted Assignment While Working at a Distance. If a member will be working on an outposted works on a distant assignment for an extended period of time, attendance at the meetings of a designated club at the site of the assignment will replace replaces attendance at the regular meetings of the member's club, provided there is a mutual agreement between if the two clubs agree.

Section 4 — Absence Because of Other Rotary Activities. An absence does not require a make-up if, at the time of the meeting, the member is:

- (a) Traveling with reasonable directness to or from one of the meetings specified in subsection (1)(c)(7)
- (b) Serving as an officer or member of an RI committee or as a TRF trustee
- (c) Serving as the special representative of the governor in forming a new club
- (d) On Rotary business in the employ of RI
- (e) Directly and actively engaged in a district-sponsored, RI-sponsored, or TRF-sponsored service project in a remote area, where making up attendance is impossible
- (f) Engaged in Rotary business duly authorized by the board, which precludes attendance at the meeting.

Section 5 — RI Officers' Absences. An absence shall be excused if the member is a current RI officer or a Rotarian partner of a current RI officer.

Commented [COL5]: Moved from Section 4.

Section 6 — Excused Absences. A member's absence shall be excused if:

- (a) ~~the absence complies with the conditions and under circumstances approved by the board.~~ The board ~~may excuse a member's absence~~ approves it for reasons, conditions, and circumstances which it considers to be good and sufficient. Such excused absences shall not extend for last longer than twelve 12 months. ~~However, if the leave is for a medical reason or after the birth, the adoption, or foster care of a child that extends for more than twelve months such leave may be renewed by the board for a period of time beyond the original twelve months. However, if a leave is taken for medical reasons, follows the birth or adoption of a child, or takes place during foster care of a child, the board may extend it beyond the original 12 months.~~
- (b) ~~the aggregate~~ The sum of the member's years of age and years of membership in one or more clubs is 85 years or more, the member has been a ~~member of one or more clubs~~ Rotarian for at least 20 years, and the member has notified the club secretary in writing of ~~the member's~~ a desire to be excused from attendance, and the board has approved.

Section 4 — RI Officers' Absences. A member's absence shall be excused if the member is a current officer of RI or a Rotarian partner of a current officer of RI.

Commented [COL6]: Moved to Section 5.

Section 5 7 — Attendance Records. When a member whose absences are excused under ~~the provision of subsection 3(a) 6(a)~~ of this article ~~fails to~~ does not attend a club meeting, the member and the member's absence shall not be included in the attendance records. ~~In the event that~~ If a member whose absences are excused under ~~the provisions of subsection 3(b) or section 4 subsection 6(b) or section 5~~ of this article attends a club meeting, the member and the member's attendance shall be included in ~~the~~ this club's membership and attendance figures ~~used to compute this club's attendance.~~

Article 13 Directors and Officers and Committees

Section 1 — Governing Body. The governing body of this club ~~shall be~~ is the board, ~~constituted as provided in the bylaws may provide.~~

Section 2 — Authority. The board ~~shall have~~ has general control over all officers and committees and, for good cause, may declare any office vacant.

Section 3 — Board Action Final. ~~The~~ In all club matters, the decision of the board ~~in all club matters~~ is final, subject only to an appeal to the club. However, ~~as to a decision when the board decides~~ to terminate membership, ~~a~~ the member, pursuant according to article 15, section 6, may appeal to the club, request mediation, or request arbitration. ~~If appealed, a decision of the board shall be reversed only by~~ An appeal to reverse a board decision requires a two-thirds vote of the members present, at a regular meeting specified by the board, provided ~~that~~ a quorum is present and ~~the secretary has given notice of the appeal has been given by the secretary~~ to each member at least five ~~(5)~~ days ~~prior to before~~ the meeting. ~~If~~ The club's action on an appeal is taken, the action taken by the club shall be final.

Section 4 — Officers. The club officers shall be a president, the immediate past president, a president-elect, a secretary, and a treasurer, and may also include one or more vice-presidents, all of whom shall be members of the board. The club officers ~~shall~~ may also include a sergeant-at-arms, who may be a member of the board, ~~as if the bylaws shall provide.~~ Each officer and

1 director shall be a member in good standing of this club. Club officers shall regularly attend
2 satellite club meetings.

Commented [COL7]: Moved
from Section 5(c).

3 **Section 5 — Election of Officers.**

4 (a) *Terms of Officers other than President.* Each officer shall be elected as provided in the
5 bylaws. Except for the president, each officer ~~shall take~~ takes office on 1 July immediately
6 following election and ~~shall serve~~ serves for the term of office or until a successor ~~has been~~
7 duly is elected and qualified.

8 (b) *Term of President.* ~~The president~~ A president-nominee shall be elected as provided in the
9 bylaws, at least 18 months but not more than two ~~(2)~~ years but not less than eighteen (18)
10 months prior to before the day of taking office ~~and shall serve as president-nominee upon~~
11 ~~election as president.~~ The nominee ~~shall take the title of~~ becomes president-elect on 1 July
12 in the year ~~prior to before~~ taking office as president. The president ~~shall take~~ takes office
13 on 1 July and ~~shall serve~~ serves a period of one ~~(1)~~ year or until a successor ~~has been duly~~
14 is elected and qualified.

15 (c) *Qualifications of President.* ~~Each officer and director shall be a member in good standing~~
16 ~~of this club.~~ A candidate for the office of president ~~shall have served as~~ must be a member
17 of this club for at least one year ~~prior to being nominated for such office, except where~~
18 ~~service for less than a full year may be determined by the district governor to satisfy the~~
19 ~~intent of before being nominated, unless the governor determines that less than a full year~~
20 ~~satisfies this requirement.~~ The president-elect shall attend the ~~district~~ presidents-elect
21 training seminar and the ~~district~~ training assembly unless excused by the governor-elect.
22 If ~~so~~ excused, the president-elect shall send a ~~designated~~ club representative ~~who shall~~
23 ~~report back to the president-elect.~~ If the president-elect does not attend the presidents-
24 elect training seminar and the ~~district~~ training assembly and has not been excused by the
25 governor-elect or, if ~~so~~ excused, does not send a ~~designated~~ club representative to ~~such~~
26 ~~these~~ meetings, the president-elect shall not ~~be able to~~ serve as club president. ~~In such~~
27 ~~event, the~~ The current president then shall continue to serve until the election of a
28 successor who has attended a presidents-elect training seminar and ~~district~~ training
29 assembly or training deemed sufficient by the governor-elect ~~has been duly elected.~~

Commented [COL8]: Moved to
Section 4.

30 **Section 6 — Governance of a Satellite Club of This Club (When Applicable).** ~~A satellite club~~
31 ~~shall be located in the same locality as this club or in the surrounding area.~~

Commented [COL9]: Moved to
Article 4.

32 (a) *Satellite Club Oversight.* This club shall provide ~~such~~ general oversight and support of a
33 satellite club as is deemed appropriate by the board.

34 (b) *Satellite Club Board.* For the day-to-day governance, ~~of a satellite club, it shall have its~~
35 ~~own an~~ annually elected board, drawn from its members and comprising the officers of the
36 satellite club and four to six other members as the bylaws shall provide. The highest
37 officer of the satellite club shall be the chair, and other officers shall be the immediate past
38 chair, the chair-elect, the secretary, and the treasurer. The satellite board shall be
39 responsible for the day-to-day organization and management of the satellite club and its
40 activities, in accordance with Rotary rules, requirements, policies, aims, and objectives,
41 under the guidance of this club. It shall have no authority within, or over, this club.

42 (c) *Satellite Club Reporting Procedure.* A satellite club shall, annually, submit to the
43 president and board of this club a report on its membership, its activities, and programs,
44 accompanied
45 by a financial statement and audited accounts, for inclusion in this club's reports for its
46 annual general meeting and ~~such any~~ other reports ~~as that~~ may, from time to time, be
47 required by this club.

48 **Section 7 — Committees.** This club should have the following committees:

- 49 • ~~(a)~~ Club Administration
- 50 • ~~(b)~~ Membership
- 51 • ~~(c)~~ Public Image
- 52 • ~~(d)~~ Rotary Foundation
- 53 • ~~(e)~~ Service Projects

54 ~~Additional committees may be appointed~~ The board or president may appoint additional
55 committees as needed.

1 **Article 15 Duration of Membership**

2 **Section 1 — Period.** Membership shall continue during the existence of this club unless
3 terminated as hereinafter provided below.

4 **Section 2 — Automatic Termination.**

- 5 (a) ~~Membership Qualifications~~ Exceptions. Membership shall automatically terminate when
6 a member no longer meets the membership qualifications, except that when a member
7 moves from the locality of this club or the surrounding area, but continues to meet all
8 conditions of club membership, the board may:

9 (1) Allow a member to remain in this club, or

10 ~~(2) the board may grant a member moving from the locality of this club or the~~
11 ~~surrounding area Grant~~ a special leave of absence, not to exceed one ~~(1)~~ year, to
12 enable the member to visit and become known to a ~~Rotary~~ club in the new
13 community, ~~if the member continues to meet all conditions of club membership;~~

14 ~~(2) the board may allow a member moving from the locality of this club or the~~
15 ~~surrounding area to retain membership if the member continues to meet all~~
16 ~~conditions of club membership.~~

- 17 (b) How to Rejoin Rejoining. When the membership of a member has terminated as provided
18 in subsection (a) of this section, such person, provided such person's membership was in
19 good standing at the time of termination, may make new application for membership;
20 When a member in good standing has their membership terminated as described in
21 subsection (a), that person may apply for membership again, under the same or another
22 classification.

- 23 (c) Termination of Honorary Membership. Honorary membership shall automatically
24 terminate at the end of the term for such membership as determined by the board of
25 membership set by the board, unless extended. ~~However, the board may extend an~~
26 ~~honorary membership for an additional period.~~ The board may revoke an honorary
27 membership at any time.

28 **Section 3 — Termination – Non-payment of Dues.**

- 29 (a) Process. Any member ~~failing who fails~~ to pay dues within ~~thirty (30)~~ 30 days after the
30 ~~prescribed time they are due~~ shall be notified in writing by the secretary ~~at the member's~~
31 ~~last known address~~. If the dues are not paid ~~on or before ten (10) days of the date of~~
32 ~~notification, membership may terminate, subject to the discretion of the board within 10~~
33 ~~days after the notification, the board may terminate membership, at its discretion.~~

- 34 (b) Reinstatement. The board may reinstate the former member to membership ~~upon~~ if the
35 ~~former member's petition and payment of all indebtedness member requests and pays all~~
36 ~~debts to this club. However, no former member may be reinstated to active membership if~~
37 ~~the former member's under a classification is in conflict that conflicts~~ with article 11,
38 section 2.

39 **Section 4 — Termination – Non-attendance.** [See article 7 for exceptions to ~~the provisions of~~
40 ~~this section.~~]

- 41 (a) Attendance Percentages. A member must:

- 42 (1) attend or make up at least 50 percent of ~~club~~ regular club meetings or satellite club
43 meetings; ~~or~~ engage in club projects, ~~other~~ events, and other activities for at least 12
44 hours in each half of the year; ~~or~~ achieve a proportionate combination of both;
45 (2) attend at least 30 percent of this club's regular meetings or satellite club meetings; ~~or~~
46 engage in club projects, ~~other~~ events, and other activities in each half of the year
47 (assistant governors, as defined by the RI board of directors of ~~RI~~, shall be excused
48 from this requirement)-

49 ~~If a~~ A member ~~who fails to attend as required, the member's membership may be subject~~
50 ~~to termination terminated~~ unless the board consents to ~~such the~~ non-attendance for good
51 cause.

- 52 (b) Consecutive Absences. ~~Unless otherwise excused by the board for good and sufficient~~
53 ~~reason or pursuant to article 12, sections 3 or 4, each member who fails to attend or make~~
54 ~~up four consecutive regular meetings shall be informed by the board that the member's~~
55 ~~non-attendance Non-attendance~~ may be considered a request to terminate membership in
56 this club; if a member fails to attend or make up four consecutive regular meetings.

1 unless otherwise excused by the board for good and sufficient reason or pursuant to article
2 12, sections 5 or 6. Thereafter, After the board notifies the member, the board, by a
3 majority vote, may terminate the member's membership.

4 **Section 5 — Termination — Other Causes.**

- 5 (a) *Good Cause.* The board may terminate the membership of any member who ceases to
6 have the qualifications for club membership in this club or for any good cause by a vote of
7 not less than at least two-thirds of the board members present and voting, at a meeting
8 called for that purpose. The guiding principles for this meeting shall be article 10, section
9 1; The Four-Way Test; and the high ethical standards that one should hold as a Rotary
10 club member of a Rotarian.
- 11 (b) *Notice.* ~~Prior to taking any action~~ Before the board acts under subsection (a) of this
12 section, the member shall be given at least ~~ten (10)~~ 10 days' written notice ~~of such pending~~
13 ~~action~~ and an opportunity to ~~submit a written answer~~ respond in writing to the board.
14 Notice shall be delivered in person or by registered letter to the member's last known
15 address. The member shall have the right to appear before the board to state the
16 member's his or her case. Notice shall be by personal delivery or by registered letter to the
17 member's last known address.
- 18 (c) *Filling Classification.* When the board has terminated the membership of a member as
19 ~~provided for in~~ under this section, this club shall not elect a new member under to the
20 former member's classification until the time for hearing any appeal has expired ~~and the~~
21 ~~or any decision of this club or of the arbitrators has been announced. However, this~~
22 ~~provision shall not apply if, by election of a new member, the number of members under~~
23 ~~the said classification would remain within provided limitations even if the board's~~
24 ~~decision regarding termination is reversed. An exception may be made if the election of a~~
25 ~~new member to the terminated member's classification would not prevent the terminated~~
26 ~~member from rejoining if the board's termination decision were reversed.~~

27 **Section 6 — Right to Appeal, Mediate, or Arbitrate Termination.**

- 28 (a) *Notice.* Within seven ~~(7)~~ days after the ~~date of the~~ board's decision to terminate or
29 suspend membership, the secretary shall ~~give written notice of the decision to the member~~
30 notify the member in writing. Within ~~fourteen (14)~~ 14 days after the date of the notice, the
31 member may give written notice to the secretary of ~~the intention to an~~ appeal to the club;
32 ~~or a request for mediation, or to arbitrate as provided in article 19 arbitration. The~~
33 procedure for mediation or arbitration is provided in article 19.
- 34 (b) *Date for Hearing of Appeal.* In the event of an appeal, the board shall set a date for the
35 hearing of the appeal at a regular club meeting ~~to be held within twenty one (21)~~ 21 days
36 after receipt of the notice of appeal. At least five (5) days' written notice of the meeting
37 and its special business shall be given to every member. Only members shall be present
38 when the appeal is heard. The action of the club is final and binding on all parties and
39 shall not be subject to arbitration.
- 40 ~~(c) *Mediation or Arbitration.* The procedure utilized for mediation or arbitration shall be as~~
41 ~~provided in article 19.~~
- 42 ~~(d) *Appeal.* If an appeal is taken, the action of the club shall be final and binding on all parties~~
43 ~~and shall not be subject to arbitration.~~
- 44 ~~(e) *Decision of Arbitrators or Umpire.* If arbitration is requested, the decision reached by the~~
45 ~~arbitrators or, if they disagree, by the umpire shall be final and binding on all parties and~~
46 ~~shall not be subject to appeal.~~
- 47 ~~(f) *Unsuccessful Mediation.* If mediation is requested but is unsuccessful, the member may~~
48 ~~appeal to the club or arbitrate as provided in subsection (a) of this section.~~

49 **Section 7 — Board Action Final.** Board action shall be final if no appeal to this club is taken
50 and no arbitration is requested.

51 **Section 8 — Resignation.** ~~The A member's~~ resignation of any member from this club shall be
52 in writing, addressed to the president or secretary. The board shall accept the resignation ~~shall~~
53 ~~be accepted by the board if unless the member has no indebtedness owes debt to this club.~~

54 **Section 9 — Forfeiture of Property Interest.** Any person whose club membership ~~has been is~~
55 terminated in any manner shall forfeit all interest in any funds or other property belonging to

Commented [COL10]: Moved from (c).

Commented [COL11]: Moved from (d).

Commented [COL12]: Moved to (a).

Commented [COL13]: Moved to (b).

of this club if, under local laws, the member ~~may have~~ acquired any right to them upon joining the club.

Section 10 — Temporary Suspension. Notwithstanding any provision of this constitution, if in the opinion of the board

- (a) credible accusations ~~have been~~ are made that a member has refused or neglected to comply with this constitution, or ~~has been~~ is guilty of conduct unbecoming a member or ~~prejudicial harmful to the interests of the club;~~ and
- (b) those accusations, if proved, constitute good cause for terminating the membership of the member; and
- (c) ~~it is desirable that~~ no action should be taken ~~in respect of~~ on the membership of the member, pending the outcome of a matter or an event that the board ~~considers~~ believes should properly occur ~~before such action is taken by the board first;~~ and
- (d) ~~that it is~~ in the best interests of the club ~~and without any vote being taken as to his or her membership, the member's membership should be temporarily suspended and the member should be excluded to temporarily suspend the member without a vote on the member's membership and to exclude the member from attendance at meetings and other club activities of this club and from any club office or position the member holds within the club;~~

the board may, by a at least a two-thirds vote ~~of not less than two-thirds of the board,~~ temporarily suspend the member ~~as aforesaid~~ for a reasonable period ~~of time not to exceed up to 90 days and on such further conditions as with any other conditions the board determines sets.~~ A suspended member may appeal ~~or refer to the suspension or may request~~ mediation or arbitration ~~the suspension as provided in article 15, section 6 of this article.~~ During the suspension, the member shall be excused from ~~fulfilling attendance responsibilities requirements.~~ Prior to the expiration of ~~Before the suspension period ends,~~ the board must either ~~proceed~~ move to terminate the membership of the suspended Rotarian or reinstate the ~~suspended~~ Rotarian to full regular status.

Article 16 Community, National, and International Affairs

Section 1 — Proper Subjects. ~~The merits of any~~ Any public question involving the ~~general~~ welfare of the community, the nation, and the world ~~are of concern to the members of this club and shall be~~ is a proper subjects of fair and informed study and discussion at a club meeting ~~for the enlightenment of its members in forming their individual opinions.~~ However, this club shall not express an opinion on any pending controversial public measure.

Section 2 — No Endorsements. This club shall not endorse or recommend any candidate for public office and shall not discuss at any club meeting the merits or demerits of any such candidate.

Section 3 — Non-Political.

- (a) *Resolutions and Opinions.* This club shall neither adopt nor circulate resolutions or opinions, and shall not take action dealing with world affairs or international policies of a political nature.
- (b) *Appeals.* This club shall not direct appeals to clubs, peoples, or governments, or circulate letters, speeches, or proposed plans for the solution of specific international problems of a political nature.

Section 4 — Recognizing Rotary's Beginning. The week of the anniversary of Rotary's founding, ~~(23 February), shall be known as~~ is World Understanding and Peace Week. During this week, this club will celebrate Rotary service, reflect upon past achievements, and focus on programs of peace, understanding, and goodwill in the community and throughout the world.

Article 17 Rotary Magazines

Section 1 — Mandatory Subscription. ~~Unless, in accordance with the bylaws of RI, this club is excused by the RI board of directors of RI from complying with the provisions of this article, each member shall, for the duration of membership, subscribe to the any official magazine or to the magazine approved and prescribed for this club by the board of directors of RI. Two Rotarians residing who reside at the same address have the option to may subscribe jointly to the an official magazine or the Rotary magazine approved and prescribed by the board for their~~

club or clubs. The subscription fee shall be paid on ~~such dates as established~~ the dates set by the board for the payment of per capita dues for the duration of membership in this club.

Section 2 — Subscription Collection. The subscription fee shall be collected by this club from each member in advance and remitted to ~~the Secretariat of RI or to the office of such a regional publications as may be determined by the RI board of directors of RI.~~

Article 18 Acceptance of Object and Compliance with Constitution and Bylaws

By ~~payment of~~ paying dues, a member accepts the principles of Rotary as expressed in its object and ~~submits to and~~ agrees to comply with and be bound by the club constitution and bylaws ~~of this club, and on~~. On these conditions alone is a member entitled to the privileges of this club. Each member shall be subject to the terms of the club constitution and bylaws ~~regardless of whether such whether or not the~~ member has received copies of them.

Article 19 Arbitration and Mediation

Section 1 — Disputes. Should any dispute, other than as to a decision of the board, arise Any dispute between any current or former member(s) and this club, any club officer, or the board, except a decision of the board, ~~on any account whatsoever which cannot be settled under the procedure already provided for such purpose, the dispute shall, upon a request to the secretary by any of the disputants, either disputant, be resolved by either mediation or settled by arbitration.~~

Section 2 — Date for Mediation or Arbitration. ~~In the event of mediation or arbitration, the board shall set a date for the mediation or arbitration, in consultation with disputants, to be held within twenty-one (21) days after receipt of the request for mediation or arbitration, the board shall, in consultation with the disputants, set a date for the mediation or arbitration.~~

Section 3 — Mediation. The procedure for ~~such~~ mediation shall be ~~that~~

(a) recognized by an appropriate authority with national or state jurisdiction; or be that

(b) recommended by a competent professional body whose recognized expertise covers alternative dispute resolution; or be that

(c) recommended by way of in documented guidelines determined by the RI board of RI or the trustees of The Rotary Foundation TRF Trustees.

Only a member of a Rotary club Rotarians may be appointed as mediator(s). The club may request ask the district governor or the governor's representative to appoint a mediator ~~who is a member of a Rotary club and who has with~~ appropriate mediation skills and experience.

(a) **Mediation Outcomes.** The outcomes or decisions agreed ~~between the parties to by the disputants as a result of after~~ mediation shall be recorded and copies held ~~by each party, the mediator(s) and one copy given to the board and to be held by the secretary given to each party, the mediator or mediators, and the board.~~ A summary statement of ~~outcomes~~ acceptable to the parties ~~involved~~ shall be prepared for the information of the club. ~~Either party~~ Any disputant, through the president or secretary, may call for further mediation if ~~either a party has retracted significantly from the mediated position.~~

(b) **Unsuccessful Mediation.** If mediation is requested but is unsuccessful, any disputant may request arbitration, as provided in section 1 of this article.

Section 4 — Arbitration. In the event of a request for arbitration, each ~~party~~ disputant shall appoint a Rotarian as an arbitrator and the arbitrators shall appoint a Rotarian as an umpire. ~~Only a member of a Rotary club may be appointed as umpire or as arbitrator.~~

Section 5 — Decision of Arbitrators or Umpire. ~~If arbitration is requested, the~~ The decision reached by the arbitrators or, if they disagree, by the umpire shall be final and binding on all parties and ~~shall~~ not be subject to appeal.

Article 20 Bylaws

This club shall adopt bylaws ~~not inconsistent that are consistent~~ with the RI constitution and bylaws ~~of RI;~~ with the rules of procedure for an administrative territorial unit, where established by RI; and with this constitution, embodying to give additional provisions for the government of this club. ~~Such~~ The bylaws may be amended ~~from time to time as therein provided as they provide.~~

Article 21 Interpretation

Throughout this constitution, the terminology “mail,” “mailing,” and “ballot by mail” will include utilization of electronic mail (e-mail) and internet technology to reduce costs and increase responsiveness.

Commented [COL14]: Found in Article 1.

Article 21 Amendments

Section 1 — Manner of Amending. Except as provided in section 2 of this article, this constitution may be amended only by a majority vote of those voting at the council on legislation in the same manner as is established in the bylaws of RI for the amendment of its bylaws.

Section 2 — Amending Article 2 and Article 4. Article 2, (Name), and Article 4, (Locality of the Club), of the constitution shall may be amended at any regular club meeting of this club, if a quorum being is present, by the affirmative vote of not less than at least a two-thirds vote of all voting members, present and voting, provided that notice Notice of such the proposed amendment shall have been mailed be given to each member and to the governor at least ten (10) 10 days before such the meeting, and provided further, that such The amendment shall be submitted to the RI board of directors of RI for its approval and shall become becomes effective only when so approved. The governor may offer an opinion to the RI board of directors of RI regarding about the proposed amendment.

(End of Text)

PURPOSE AND EFFECT

The constitutional documents are amended by the Council every three years. However, over time their language becomes fragmented and inconsistent as individual sections are amended. The last time the Standard Rotary Club Constitution had a comprehensive review was in 2001 and it was apparent that a review was needed again to clarify and reorganize the Club Constitution. In Rotary Year 2016-2017, President Germ appointed the Constitutional Document Review Committee to recommend simplifications to the Club Constitution.

The committee drafted this legislation so as to make no substantive changes to the Club Constitution, but rather to modernize and streamline the current provisions. For example, the committee recommended that Article 19 “Arbitration and Mediation” be revised to mirror the changes in the RI Bylaws. Changes were also made to help with the flow and readability; such as Article 12 “Attendance,” which was reordered. Notes were added to the legislation to mark when sections were moved.

Overall, the purpose of these changes was to simplify the Club Constitution and enable it to be better understood by all Rotarians.

FINANCIAL IMPACT

This enactment would have no substantial financial impact on RI.

VOTE TOTALS

_____ yes

_____ no

RESULT

☐ Adopted

☐ Adopted as Amended

☐ Referred to Board

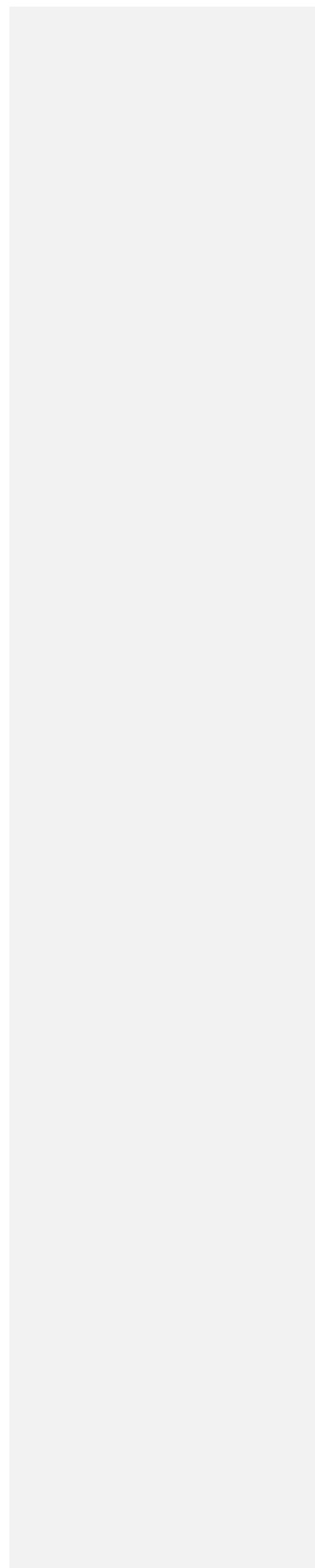
☐ Rejected

☐ Postponed

☐ Withdrawn

NOTES

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PROPOSED POSITION STATEMENT 19-117

To authorize the RI Board to take appropriate action to change RI's tax status

Proposer(s): Board of Directors of RI

1 WHEREAS, through this proposed position statement, the RI Board is seeking
2 authority and direction from the 2019 Council on Legislation on behalf of the
3 membership of RI to take necessary and appropriate action to change RI's tax
4 status and thereby obtain substantial benefits for the association, and

5
6 WHEREAS, RI is incorporated in the state of Illinois, USA as a not-for-profit
7 corporation and is exempt from federal income taxes in the United States under
8 section 501(c)(4) of the United States Internal Revenue Code, and

9
10 WHEREAS, RI would gain substantial benefits if it were instead exempt under
11 section 501(c)(3) of the Internal Revenue Code, including

- 12 a) savings from vendors who provide discounts to section 501(c)(3)
13 organizations - potentially more than US\$400,000 annually;
14 b) reductions in various taxes – up to US\$275,000 annually;
15 c) a potential increase in sponsorship/funding partnership opportunities; and
16 d) a potential increase in obtaining funding through corporate social
17 responsibility programs, and

18
19 WHEREAS, these cost savings and increased revenue opportunities would serve
20 to reduce future per capita dues increases, and

21
22 WHEREAS, in November 2016, the RI Board established a corporation in the
23 state of Illinois named Rotary International Holdings, NFP (RIH) that has no
24 assets and no operations, and

25
26 WHEREAS, RIH applied to the United States Internal Revenue Service for tax-
27 exempt status under section 501(c)(3) of the Internal Revenue Code. The
28 Internal Revenue Service was informed that if RIH received section 501(c)(3) tax-
29 exempt status, then, with approval of the 2019 Council on Legislation, RI and
30 RIH would be merged. The merged corporation would be known as Rotary
31 International and would operate and be governed in exactly the same manner as
32 RI is currently, and

33
34 WHEREAS, the Internal Revenue Service granted the exemption in August 2017,
35 and

36
37 WHEREAS, through this proposed position statement, the RI Board is seeking
38 authority and direction of the 2019 Council on Legislation on behalf of the
39 member clubs to take all appropriate action to merge RI with RIH, and

1 WHEREAS, clubs and districts in the United States are currently automatically
2 tax-exempt under a group exemption under section 501(c)(4). This proposal will
3 not change that. The US clubs and districts will remain exempt under a group
4 exemption under section 501(c)(4). RI has applied to the Internal Revenue
5 Service to continue that group exemption and is awaiting approval. If the
6 approval is not granted, the process for converting RI to a section 501(c)(3)
7 organization will be halted, and
8

9 WHEREAS, this change in the tax status of RI will not change the role of The
10 Rotary Foundation as the primary charitable global fundraising vehicle of Rotary
11

12 IT IS THE POSITION of the 2019 Council on Legislation that the RI Board is
13 authorized and directed to take all necessary and appropriate actions to convert
14 RI into a tax-exempt organization under section 501(c)(3) of the United States
15 Internal Revenue Code, including merging RI into RIH. However, the RI Board
16 is directed not to take such action in the event that the application to the United
17 States Internal Revenue Service to continue the group exemption for clubs and
18 districts in the United States is not granted.

(End of Text)

PURPOSE AND EFFECT

19 The purpose of this enactment is to seek approval from the Council on
20 Legislation, on behalf of the RI membership, to permit the RI Board to change RI
21 to a section 501(c)(3) tax-exempt organization under the US Internal Revenue
22 Code.
23

24 RI currently is tax exempt under a different section of the US tax code, section
25 501(c)(4). The US Internal Revenue service has indicated that RI is eligible to
26 obtain exemption under Section 501(c)(3).
27

28 As a Section 501(c)(3) organization, RI could obtain several benefits, including

- 29 • tax reductions
- 30 • discounts from vendors
- 31 • eligibility for certain corporate sponsorships
- 32 • opportunities for tax benefits for US taxpayers that might wish to support
33 an RI activity
34

35 Clubs in the US are currently automatically eligible for tax exemption under
36 section 501(c)(4). This proposal would have no impact on that automatic tax
37 exemption.
38

39 The change in tax exemption would not otherwise change the governance or
40 operations of RI.

FINANCIAL IMPACT

1 This proposed position statement would result in a decrease in expenses for RI
2 and The Rotary Foundation. In addition, there could be an increase in revenues
3 for RI.

4
5 In the US, tax-exempt organizations with a status of 501(c)(3) versus 501(c)(4)
6 are treated differently for some state, federal and local taxes. Currently, RI and
7 The Rotary Foundation have differing tax-exempt statuses in the US.

8
9 Expense reductions for Rotary would be generated by

- 10 • favorable pricing from suppliers of goods and services for a 501(c)(3)
11 estimated at US\$400,000 annually
- 12 • more favorable tax treatment for a 501(c)(3) estimated at US\$300,000
13 annually
- 14 • reduced administrative and tax consulting expenses in the US for
15 administering tax requirements for RI and The Rotary Foundation if both
16 organizations have the same tax status of 501(c)(3).

17
18 A reduction in RI expenses would also reduce expenses for The Rotary
19 Foundation as Secretariat expenses and support for programs of Rotary are
20 shared by both organizations.

21
22 In addition to reducing expenses, there could be a potential increase in revenues
23 through sponsorship/funding partnership opportunities for RI from corporate or
24 non-profit sponsors for RI events and activities (such as the Convention).
25 Potential revenues are estimated at US\$100,000 annually.

VOTE TOTALS

_____ yes

_____ no

RESULT

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Adopted | <input type="checkbox"/> Referred to Board | <input type="checkbox"/> Tabled |
| <input type="checkbox"/> Adopted as Amended | <input type="checkbox"/> Rejected | <input type="checkbox"/> Withdrawn |

NOTES