

DISTRICT 7910 RESOLUTIONS

Effective July 1, 2018

WHEREAS, in conducting business affairs of District 7910, continuity from one Rotary year to the next is essential; and

WHEREAS, District 7910, in providing for an orderly transfer of administration from one Rotary year to the next, will record in one procedural handbook the various resolutions adopted at previously convened District Conferences.

BE IT THEREFORE RESOLVED that the following resolutions having been duly affirmed and ratified by the voting delegates at the annual District Conference are, in effect and service, direction for the governance of District 7910.

Definitions:

Assembly Except when referring to the International Assembly the term "Assembly" will be understood to mean "The District Assembly of Rotary District 7910."

Clubs The word "Clubs" when used in these resolutions shall be understood to mean "The Rotary Clubs of Rotary District 7910."

District The word "District" when used in these resolutions shall be understood to mean "Rotary District 7910."

District Conference The term "District Conference" when used in these resolutions shall be understood to mean "The Annual District Conference of Rotary District 7910."

District Finance Committee This term shall include and incorporate the Trustees of the District Funds.

Trustees of the District Funds Wherever used within the District Resolutions, shall be deemed to mean, in addition, the District Finance Committee.

District Funds Duly established and operating in Rotary District 7910 with the exception of those District funds as provided for under Article XI and the Foundation Funds.

Foundation Funds Foundation Funds are those funds entrusted to the District by The Rotary Foundation in accordance with a memorandum of understanding between the District and The Rotary Foundation.

Officers When using the terms "District Governor," "District Governor-elect", "District Governor Nominee," "District Governor Designate," "District Treasurer," "District Archivist," and "Trustees of the District Funds,"

in these resolutions, it shall be understood to be referring to officers of “Rotary District 7910.”

RI For purposes of this document, the initials “RI” shall mean Rotary International.

PETS For purposes of this document, the initials “PETS” shall mean the Presidents-elect Training Seminar.

Article I (District Governor)

1.01 A District Governor shall administer the District in accordance with section 16.090 of the Rotary International Bylaws. This Bylaw is as follows: “The governor is the officer of RI in the District, functioning under the general control and supervision of the board. The governor is charged with the duty of furthering the object of Rotary by providing leadership and supervision of the clubs in the District.”

1.02 The governor shall be responsible for the following activities in the district:

- (a) Organizing new clubs;
- (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 between the clubs and between the clubs and RI;
- (f) Planning for and presiding at the District Conference and assisting the Governor-elect in the planning and preparation for PETS and the District 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 RI president or the RI Board;

- (j) Supplying the Governor-elect, 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;
- (n) performing such other duties as are inherent as the officer of RI;
- (o) Approve budgets for all planned district level events;
- (p) Transferring continuing district files to the governor- elect;
- (q) Performing such other duties as are inherent as the officer of RI; and
- (r) Appointing a qualified accountant, and with the advice and consent of the steering committee and the chair of the Board of Trustees, appoint at least two (2) person to serve as the administrator of Quick Books or any other electronic accounting system utilized by the District from time to time.

Article II (Nominating Committee)

2.01 There shall be a District Nominating Committee which shall consist of 3 active past District Governors, 3 “club representative” Rotarians, the District Governor, the District Governor elect and the District Governor Nominee. The immediate Past District Governor shall be the chair of the Nominating Committee.

2.01 (a) Selection of Past District Governors. The Past District Governors who express an interest to serve on the committee shall be chosen by lottery by the chair of the Nominating Committee to serve a single 3 year term. No Past District Governor may be selected to serve on the Nominating Committee if they have served on the Nominating Committee within the year preceding their appointment to the Nominating Committee. During the first year of implementation, one Past District Governor shall be chosen to serve a 3 year term, one Past District Governor will be chosen to serve a 2 year term and one Past District Governor shall be chosen to serve a one year term. Each year thereafter, only one Past District Governor shall be chosen to serve a single 3 year term to replace the Past District Governor who’s term has expired.

2.01 (b) Selection of Club Representatives. Prior to July 1 of each year, the incoming chair shall select 3 sitting Club Presidents (who will be immediate past presidents as of July 1) to serve a one year term. The chair shall select one or more alternate Club Representatives in the event of the inability, resignation, or disqualification of a Club Representative. Club representatives shall be disqualified from participating in nominations for any position to which a member of their club has applied.

2.01 (c) The Chair of the Nominating Committee shall not be deemed a voting member of the nominating Committee but shall be entitled to attend and participate at all committee meetings. The Chair shall not be entitled to vote unless the Nominating committee is equally divided on any vote and the Chair determines, after good faith attempts to reach a consensus, that a resolution of such deadlock is not possible.

2.01 (d) No member of the Nominating Committee may serve more than 3 consecutive years, except in the role of Chair of the committee.

2.02 The Nominating Committee shall seek nominations from the member clubs of the district for the positions of District Governor Nominee Designate, Trustees of the District Funds, District Treasurer, District Sergeant-at-Arms, District Archivist, Delegate to the Council on Legislation, Delegate to the nominating committee for Zone Director, and any other position that would otherwise be voted upon at the District Business Meeting.

2.03 The qualifications and duties of the District Governor Nominee Designate will be in accordance with Rotary International Bylaw Article XIII -Nomination and Elections for Governor. Club Past Presidents are encouraged to apply for all other District positions.

2.04 By August 15 of each year, the District Governor shall issue, or cause to be issued, in the name of the Nominating Committee, an invitation to all clubs in the district to propose qualified candidates for District Governor Nominee and all other district officers to be nominated by the Nominating Committee. The invitation will outline the procedures to follow, the qualifications required for each position and the necessary nomination forms. The Nominating Committee must receive the club proposal forms, not later than October 15 of the same year. The nominating Committee, by majority vote prior to October 15 may extend to a future specified date, the date by which the club proposal forms must be received.

2.05 The Nominating Committee shall schedule and conduct interviews of the candidates proposed by the various clubs. The Nominating Committee shall not be limited in its selection to the candidates proposed by the clubs, but shall nominate the best qualified Rotarian available to fulfill the requirements of the position.

2.06 The Nominating Committee shall submit to the District Governor, District Governor Elect and the District Governor Nominee the details of the person selected for District Governor Nominee Designate within 24 hours of the selection. In no case shall this be later than December 1st. Within 72 hours after sending the notice from the nominating committee chair the District Governor shall notify all clubs the name of the District Governor Nominee Designate and other nominees for District Positions.

2.07 If any club in the District disagrees with the selection of the Nominating Committee, it may propose a challenging candidate(s) whose name they had previously suggested to and interviewed by the Nominating Committee. This challenge must be filed with the District Governor on a date determined

by the District Governor, but no more than fourteen (14) days after the publication of the Nominating Committee's action (the "Deadline") and after the club adopted, at a regular meeting of the club, a resolution naming the challenging candidate.

2.08 In the event of a challenge, within seven (7) days after the Deadline the District Governor shall inform all challenged candidates and all clubs of the name(s) of any challenging candidates through a form prescribed by RI and inquire whether any club wishes to concur with the challenge. To do so a club must, on or before a date set by the District Governor, but not more than twenty-one (21) days after the Deadline, file with the District Governor a resolution of the club, adopted at a regular meeting, concurring with the challenge. To be considered valid, at least ten (10) other clubs in the District must second the resolution at their regular club meeting. If there is a valid challenge for District Governor Nominee Designate, there shall be an election at the District Conference conducted in accordance with procedures described in the Rotary International Bylaws, Article XIII. If there is a valid challenge for other District Officers, there shall be an election at the District Conference, conducted by acceptable parliamentary procedure with votes being limited to voting delegates to the Conference.

2.09 If there are no valid challenges, the District Governor will, no later than fifteen (15) days of the Deadline, declare the Nominating Committee selections duly elected, and will so notify all candidates and all clubs in the District. In the event of a conflict between these nominating procedures and those outlined in Article XIII Section 13.020 of the Rotary International By-Laws, those listed in the Rotary International by-laws shall prevail.

2.10 That Past Presidents nominated by their club or the Nominating Committee for the position of District Governor Nominee Designate, shall be interviewed in person in one contiguous interview session, even if recently interviewed for the District Governor Nominee Designate position for a different year.

2.11 In order for Nominating Committee members to be allowed to vote, they must attend the interview in person. Notwithstanding Resolution 27.01, remote participation in nominating committee interviews is not allowed.

2.12 The final vote for District Governor Nominee Designate shall be a confidential vote in a written format.

2.13 In the event that the District Governor is unable or otherwise fails to meet these deadlines, the District Governor Elect shall fulfill the duties of the District Governor specified above.

2.14 The nominating committee for District Governor Nominee Designate will select one available past governor to be named vice-governor. The person for this position shall be proposed by the sitting District Governor Elect. 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.

Article III (District Secretary)

3.01 There shall be a District Secretary who is appointed by the District Governor and who shall serve through June 30th and thereafter until a successor has been appointed. The District Secretary shall serve without personal remuneration or travel expenses but actual out of pocket expenses may be reimbursed upon approval of the District Governor.

3.02 The District Secretary shall maintain records of all business matters concerning the District including but not limited to business transacted at the District Conference, meetings of the District Trustees and other occasions as directed by the District Governor.

3.03 The District Secretary shall submit minutes of business transacted at the District Conference to the District Governor for review and approval, minutes of the Trustees meetings to the Trustees for review and approval, and all other minutes to the District Governor for review and approval.

3.04 [Deleted]

3.05 [Deleted]

3.06 The District Secretary shall submit copies of all approved minutes to the District Archivist.

3.07 The District Secretary shall submit, in a timely fashion, all proposed changes to the District Resolutions to the chartered Rotary clubs.

Article IV (District Treasurer)

4.01 There shall be a District Treasurer, who, in accordance with the procedures outlined in Article II of these resolutions, shall be elected for a term of up to three (3) years. The Treasurer shall not serve consecutive terms and will not be paid wages nor given a travel allowance. The Treasurer may appoint with approval of the District Governor one or more Assistant Treasurers to assist with the duties provided herein. Upon motion by the District Governor, the Board of Trustees may remove the treasurer by affirmative vote of a majority of the entire Board of Trustees

4.02 When authorized by the District Governor, the Treasurer shall open savings or checking accounts, make deposits, draw on or close such accounts that stand in the name of the Operating Account of such District Governor.

4.03 When authorized by a majority vote of all the Trustees of the District Funds, the Treasurer shall open savings or checking accounts, make deposits, draw on or close such account that stands in the name of the District Funds of Rotary District 7910. The Treasurer shall invest the funds of the district as directed by the Trustees of the District Funds from time to time.

4.04 The Treasurer shall maintain detailed accounting records of all funds collected pursuant to Article XI, the Permanent Fund of the District and all other District Funds. The periodic financial reporting by the Treasurer of such individual accounts must show the beginning balance, additions and deletions to the account and the account balance at the end of the period value of investments at both the beginning and end of the period being reported. The financial report of each individual fund should include footnotes that disclose unrealized income and unpaid expenses. The Treasurer shall assign to each respective Fund within his/her control the respective interest and dividends earned by such fund.

4.05 Subject to the satisfaction of the requirement to fund the Special Purpose Fund in Article XV, at the start of such provision the Treasurer shall transfer as soon as may be practicable after the close of the Rotary year, but not later than October 1st of that year, any surplus funds standing in the Operating Fund of the immediate past District Governor into the Permanent Fund.

4.06 The Treasurer shall advance, when authorized by a majority vote of the entire board of Trustees of the District Funds, sums from the Operating Account not to exceed Ten Thousand Dollars to the District Governor Nominee and an additional Twenty Thousand Dollars to the District Governor Elect, each to be used for the expenses incurred in getting his/her Rotary Year successfully underway. Upon this advancement of such funds, a separate accounting for the respective District Governor Elect or District Governor Nominee during his/her year as District Governor. Such funds as are advanced from the Operating Account shall be repaid to the Operating Account by the respective District Governor Elect or District Governor Nominee from his/her operating fund.

4.07 The Treasurer shall provide, at District Expense, a surety bond in the amount of One Hundred Thousand Dollars (\$100,000.00) to insure the faithful performance of official duties. Said bond to be in place prior to the Treasurer assuming office.

4.08 The Treasurer shall keep accounts of all District Funds and Operating Accounts and shall present reports pursuant to section 4.10. The Treasurer shall have the authority to approve all entries in Quick Books or any other electronic accounting system utilized by the District from time to time.

4.09 The Treasurer shall receive an approved budget prior to an event and an income and expense statement from every chairperson responsible for a District 7910 event within sixty days from the termination of that event, and shall include such reports in his/her annual report. The income and expense statement shall be submitted on a form provided by the Treasurer.

4.10 The Treasurer shall provide financial information to the District Governor and the Trustees of the District Fund when reasonable requests are made for such information, but interim information must be available for Trustee and Council meetings. The Treasurer must submit a formal interim financial report, which will include detailed analysis of the operating funds and each restricted fund, to the business session of the annual District Conference. The Treasurer must provide a final financial report to the immediate Past District Governor within four months of the completion of such District Governor's term. This report shall be presented, discussed if need be, and formally adopted by the following District Conference.

4.11 The Treasurer shall reimburse expenses approved by the District Governor, District Governor Elect and District Governor Nominee, submitted within 90 days of the expenditure.

Article V (District Archivist)

5.01 There shall be a District Archivist who is elected for a term of three years in accordance with these Resolutions outlined in Article II. The number of consecutive terms to which the Archivist may be elected to serve shall not be restricted.

5.02 The District Archivist shall collect and maintain records of District activities, events, minutes of meetings, regulations, and resolutions, and shall catalogue and file them in such fashion that they may be readily and immediately available for reference.

5.03 The District Archivist shall be the custodian of District records and shall maintain a running inventory of them. The District Archivist shall secure receipts for all District records that are loaned. The District Archivist shall report the condition and the extent of the District records and properties each year at the District Conference Business Meeting.

Article VI (District Council)

6.01 There shall be a District Council which shall consist of the District Governor as Chairperson, the District Governor-elect, the District Governor Nominee, the District Governor Nominee Designate, and all Past District Governors of Rotary District 7910 who are still members in good standing of Rotary International, the District Treasurer, and the District Secretary.

6.02 Meetings of the District Council will be called by the District Governor whenever necessary, but no fewer than four times a year. No payment shall be made to members of the Council for travel or meal expenses.

6.03 Members of the District Council shall advise the District Governor, when asked, on matters of District interest, but any action taken by them shall in no way abridge the authority of the District Governor.

Article VII (Board of Trustees of the District Funds)

7.01 There shall be a Board of Trustees of the District Funds. The Board shall consist of the two most recent Past District Governors (still active in the district) with the Senior PDG as Chairperson, the current District Governor, the District Governor Elect, the District Governor Nominee, the District

Governor Nominee Designee if selected, the District Treasurer, and the six Trustees of the District Funds. The District Secretary shall keep a record of all meetings, but shall have no vote.

7.02 The elected Trustees of the District Funds shall serve a term of three consecutive years. Two Trustees shall be nominated and elected each year. Trustees must have two years of service as a club officer. Club Past Presidents are encouraged to apply for this position.

7.03 A Trustee who has served two (2) consecutive three (3) year terms may not serve as a Trustee, an advisor to the Trustees, or on a committee of the Board of Trustees for one (1) year before being eligible for re-nomination and/or re-election to another term as Trustee. A Trustee who has been appointed to fill a vacancy on the Board of Trustees shall not be precluded from election to the Board.

7.04 The Board of Trustees shall have full authority to manage the affairs of the District Funds. The responsibility of managing District Funds includes the supervision of the investments of District Funds.

7.05 The Board of Trustees shall receive and review all requests for disbursements from the Special Purpose and Permanent funds. Their review shall include a determination of the propriety of such a request and to ascertain that the request satisfies the purpose of the fund being addressed. All disbursements require a majority vote of those attending a duly scheduled meeting of the Board of Trustees at which a quorum is present.

7.06 Meetings of the Board of Trustees of the District funds shall be called by the Chairman as required, but no fewer than four times per year. No payment shall be made to members of the Board of Trustees for meals or travel expenses.

Article VIII (International Convention and Zone Institute Expenses)

8.01 The District Governor-elect and District Governor Nominee shall attend both the Leadership Forum and the Zone Institute held during the year they serve as District Governor-elect and District Governor Nominee respectively.

8.02 The District Governor Elect shall attend the International Convention held immediately prior to assuming office as District Governor. The District Governor Elect may also attend, as part of his/her International Convention attendance as District Governor Elect, the Pre-Convention Institute at the International Convention and any bona-fide and reasonable convention related activities and events. The District Governor Nominee is encouraged to attend the International Convention held immediately prior to assuming office as District Governor-Elect. District Operating Funds for the International Convention shall only be used as permitted in this Article.

8.03 For each of the above obligations and the discretionary Pre-Convention Institute attendance by the District Governor Elect, such individual shall be reimbursed for his/her own expenses and his/her partner for transportation (based on economy class fare if flying; traveling by car, at the mileage rate established by the current Internal Revenue Service for travel allowance), registration fees, hotel accommodations and cost of meals. The District Governor Nominee and his/her partner may be

reimbursed for up to \$3000 for such expenses. Under no circumstances shall operating funds be used by a District Governor to finance travel to an international convention during their year as District Governor.

8.04 The statement of charges shall be given to the Trustees of the District Funds for assessment and for approval. Payment by the Treasurer shall be made from the operating budget of the respective individual.

8.05 The District Governor may use his/her discretion as to whether the attendance of the District Governor at either the Zone Institute or the Leadership Forum is appropriate or necessary. In such event, his/her reasonable expenses are a proper charge against the operating fund of the District.

Article IX (Council on Legislation – Delegate and Expenses)

9.01 District 7910 shall elect a Representative of the Clubs and an Alternate Representative of the Clubs to the Council on Legislation at the annual District Conference Business Meeting held two years preceding that year during which the Council on Legislation is to meet. Such election will be conducted in accordance with the most recent procedures provided under Section 8.050, 8.060 and 8.070 of Article VIII of the by-laws of Rotary International as shown in the Manual of Procedures.

9.02 In the event there is more than one candidate for Representative, the Representative and Alternate shall be the two candidates receiving the highest and the next highest number of votes cast by the electors present and voting at the District Conference Business Meeting or as provided in Rotary International Bylaws. Their election will be by the accredited voting delegates at the District Conference Business Meeting. It is expected that Rotary International shall pay for basic expenses of the representative.

Article X (Filling Unexpired Terms)

10.01 In the event of the death, disqualification, disability, and/or prolonged absence of certain District officers (Treasurer, Archivist, Sergeant at Arms or Trustees of the District Funds), the District Governor will declare a vacancy and appoint a qualified Rotarian to complete the unfilled term until the end of the Rotary year, the next June 30th.

10.02 If the unfilled term is for a period beyond the Rotary year that will end on the next June 30th, the Governor will request the Nominating Committee to seek a qualified Rotarian to fill the unexpired term, commencing on the next July 1st.

10.03 In the event that subsequent to the selection by the Nominating Committee of a Governor Nominee Designate, a Governor Elect, Governor Nominee or Governor Nominee Designate is disqualified from Rotary membership, or is unable or unwilling to assume the office of District Governor,

it shall be the duty of District Nominating Committee to select a suitable replacement forthwith in accordance with the procedures set forth in Article II . If a valid challenge to the Nominating Committee selection is presented, the sitting District Governor shall convene a meeting of a committee consisting of all active past district governors which committee shall fill the vacancy in accordance with the applicable provisions of the RI Manual of Procedure. In the event that a replacement for the District Governor-elect is required after he/she has attended the International Assembly, the committee shall fill the vacancy in accordance with the applicable provisions of the RI Manual of Procedure.

Article XI (District Cash Flow)

11.01 There shall be a fund to be known as the Operating Fund of Rotary District 7910. The purpose of this fund is for the financing of District sponsored projects and the administration and development of Rotary in the District.

11.02 The financing for the Operating Fund shall be provided by all clubs in the District by way of a per capita levy on the members of those clubs. This levy will be assessed based on the club membership figures sent to Rotary International on July 1st and January 1st of each Rotary year. Per capita dues are payable semiannually on July 1 and January 1, based on the number of members of the club on these dates.

11.03 The amount of the levy shall be decided at the President-Elects Training Seminar or the District Assembly by a vote of approval of three fourths of the incoming club Presidents present. If a three fourths vote is not attained, the existing annual levy will be retained, unless a different levy is approved by a majority of electors present and voting at the District Conference.

11.04 The payment of the levy is mandatory on all clubs in the District. A club which has failed to pay the levy for more than six months will have the services of Rotary International suspended until the assessment is paid.

11.05 [Deleted by vote of the District Conference 2002]

11.06 To assure that adequate money is available to meet the cost of attendance of presidents-elect at PETS, there shall be an annual contribution from each club equal to its pro-rata share of the costs, fees and expenses assessed to the District by Northeast Multi-District PETS and Pre-PETS Meeting Costs. The Incoming District Governor shall provide a good faith estimate of each club's PETS assessment and Pre-PETS Meeting Costs to the Presidents-elect. The District Governor shall inform the clubs of the actual PETS assessment as soon as practical after the District receives its PETS assessment. The payment of the PETS levy and Pre-PETS Meeting Cost is mandatory on all clubs in the District, and is considered a part of the Club's annual levy.

11.07 To assure that adequate money is available for the District Conference, there shall be an annual contribution from each club in the amount of Five Dollars (\$5.00) per member, based on each club's

membership figures sent to RI on July 1st of each year. The purpose of the Fund is to more adequately provide for the annual Conference of District 7910, and to eliminate the necessity of charging registration fees for attendance by any Rotarian and his/her partner at this Rotary function.

11.08 The budget for any District event must be approved by the District Governor prior to the commitment to any item of expense. Such approved budget is to be submitted by the event chair to the District Treasurer.

Article XII (Permanent Fund)

12.01 There shall be a fund known as the "Permanent Fund of Rotary District 7910" which is intended as auxiliary financial support of Rotary within the District, particularly in times of stress, when the Operating Fund, through some emergency, may become depleted. Disbursements from the Permanent Fund shall be authorized by a majority vote of the entire Board of Trustees of the District Fund. This vote must be taken at a duly called meeting of the Trustees of the District Funds and the item being voted on must appear on an agenda which has been published and distributed to the Trustees of the District Funds prior to the meeting.

12.02 The Permanent Fund may also be used for beneficial purposes to further the goals of Rotary within District 7910. Expenditures of this type must be recommended by the District Governor and be approved by a two-thirds vote of the entire Board of Trustees of the District Funds.

12.03 In no case, other than an emergency situation, may the Trustees of the District Funds approve any expenditure which would allow the balance of the Permanent Fund to fall below the current operating budget as defined in Article XI, sections 11.01 and 11.02.

Article XIII (Assessment Committee)

13.01 The District Governor shall appoint an Assessment Committee whose function shall be to review the operating account balance sheet for the next prior year: such account having been closed as of October 1st of the current year pursuant to Article 4.05 of these By-laws.

13.02 An Assessment Committee will conduct an annual financial assessment of the District's finances, including foundation funds, operating funds and District Funds as defined in the Preamble of the Resolutions and governed by Article VII of these Resolutions, and other District Committees, and shall issue a report at the annual business meeting of the District. Such assessment shall:

- Identify the year being assessed and confirm that the District adhered to its financial management plan.

- Contain an examination of expenditures for District grants, district sponsored global grants and District sponsored packaged grants that includes:
 - Reconciling a selection of disbursements against their supporting documentation
 - Reviewing the full listing of expenditures to ensure that funds were expended in a manner consistent with the terms and conditions of the grant award
 - Confirming that a competitive bidding process was conducted for all significant expenditures
 - Reviewing the process to disburse funds to ensure that proper controls have been maintained
 - Contain a determination that all financial transactions and project activities related to the grant were conducted at least at the level of standard business practices and a confirmation of adherence to The Rotary Foundation's document retention requirements as well as other procedures the District Rotary Foundation assessment committee or an independent firm deems necessary.
 - Contain a report of the findings from the annual financial assessment, which must be given to clubs in the district within three months of the end of the Rotary year.

13.03 The Assessment Committee may create a subcommittee to assess the Foundation Funds, but not include individuals directly involved with The Rotary Foundation grants and must meet the requirements found in the bylaws of Rotary International and The Rotary Foundation. The Committee must have at least three members, one of whom is a past district governor and a second who has had some past experience with assessments, except that the past district governor member cannot be the governor whose operating fund is being assessed.

Article XIV (Budget Committee)

14.01 The District shall be operated on a Budget to be arrived at by a Budget Committee of six members. The Committee shall consist of the District Governor Elect as Chairperson, the District Governor Nominee, the District Governor Nominee Designate, if chosen, the Chairperson of the Board of Trustees, the Treasurer, and the sitting District Governor. The balance of the Trustees of the District Funds should be available to aid the Budget Committee in preparing budget. The Budget Committee should meet within sixty days immediately preceding the PETS meeting at which the budget may be adopted.

14.02 The detailed items of the budget should be flexible to allow for unexpected expenses. This Committee will be concerned with the Operating Account moneys only, and should submit a report if its recommendations and findings at the next District Council meeting.

14.03 [Deleted]

Article XV Special Purpose Fund

15.01 The District Treasurer shall maintain a separate account to be known as the Special Purpose Fund. The initial funding for this Fund shall be the balances remaining in the District Education Fund and the Governors Rinehart's Scholarship, which are hereby merged.

15.02 The Trustees of the District Funds shall administer this Fund.

15.03 It shall be the purpose of this Fund to support those special projects and needs not normally anticipated and not normally provided for in the Operating Budget of the District. Such needs might include but not be limited to additional support for outgoing and incoming Group Study Exchanges, Ambassadorial Scholars, special purpose scholarships, or disaster relief. This fund shall not be used to cover any shortfall in the Operating Fund.

15.04 Requests for disbursement of funds hereunder may be made to the Trustees by the District Governor, the District Governor Elect, any Trustee of the District Funds or any Past District Governor.

15.05 Single purpose disbursements shall be limited to the greater of Three Thousand Dollars (\$3,000.00) or 10% of the principal balance of the fund.

15.06 Disbursements must be voted by a majority of the Trustees in attendance at any duly called meeting of the Trustees at which a quorum is present and for which advance notice of the request has been provided.

15.07 Disbursements, when appropriate, may be in the form of a loan rather than a grant. Loan disbursements shall not be subject to the limitation of Section 5 of this article.

15.08 Upon the closing of the Operating Fund as provided in Article IV, the District Treasurer shall transfer to this Special Purpose Fund, an amount equal to one-third of the remaining funds, if any, in the Operating Fund.

Article XVI (Proxy Voting):

16.01 It shall be the policy of this District that no votes may be counted at any meeting unless the individual voting member of such Committee is present.

16.02 The sole exception to this may occur at the Annual Business Meeting of the District providing that the item to be voted upon was previously announced to the clubs.

Article XVII (Future Bandy-Hefler Friendship Exchange):

17.01 There shall be a committee known as the “Bandy Hefler Committee” which shall consist of no fewer than five members plus a chairperson. It shall be the Committee’s responsibility to promote, organize and implement regular social exchanges with Rotarians in Great Britain or any other suitable country deemed appropriate by the Committee.

17.02 A committee chair, with prior experience with the Bandy Hefler Program as a host, shall be appointed by the District Governor sitting in the Rotary year 2002-2003, for a term of three years. Successor chairs shall be appointed by the sitting District Governor every third year following 2002 - 2003. There shall be no limit on the number of three year terms an individual can serve as chair of the Committee.

17.03 The appointed chair of the Committee shall in turn annually appoint a committee of no less than five members, each of whom shall be a member in good standing of a Rotary Club in District 7910 and who shall have had prior experience with a friendship exchange program. This provision shall not prohibit appointment of committee members without prior friendship experience providing the first requirement of this section is met.

17.04 There can be an assessment made by the Bandy-Hefler Committee of each Rotarian (if a couple are both Rotarians, they shall be considered as one) traveling from District 7910 on the exchange. This assessment shall not exceed \$200 and is subject to the approval by the District Governor.

17.05 There shall be a fund maintained by the District Treasurer known as the “Bandy-Hefler Account”. Disbursement of funds from this account shall be restricted for the exclusive use of the Bandy-Hefler Committee in carrying out its mission and shall be made only at the discretion of the Bandy Hefler Committee.

Article XVIII (Former Governor Rinehart Scholarship Deleted Apr 2002)

Article XIX (Resolutions Committee)

19.01 There shall be a “District Resolutions Committee” composed of the three most recent immediate Past District Governors, the District Governor, District Governor Elect, District Governor Nominee, District Governor Nominee Designate, if selected, the District Parliamentarian, and the District Secretary. The Chair of this Committee shall be the most senior member of the Past District Governors on the Committee.

19.02 The Resolutions Committee shall review the Resolutions each year and make recommendations for changes. In addition, they shall review and make recommendations as to changes submitted by others in time to be acted upon at that year's District Conference Business Meeting.

Article XX (Charitable Fund) – [Deleted May, 1999]

Article XXI (Public Relations Committee)

21.01 There shall be a Public Relations Committee appointed by the District Governor.

21.02 The purpose of the Committee shall be to publicize the activities of Rotary International, District 7910 and the clubs of the District as well as all such other Rotary communications and information as the Committee and the District Governor may deem in the best interest of Rotary.

21.03 Each District Governor shall apportion a minimum of Five Thousand Dollars (\$5,000) for the purpose of public image from his/her operating account.

Article XXII (District Leadership Plan)

OBJECTIVE

The objectives of the District Leadership are:

To ensure faster and more efficient responsive support to the clubs

To create a larger number of qualified leaders within the District

To improve member participation in Rotary activities

To improve communications between the District and the clubs

To demonstrate a District interest and presence to the clubs and their members

ASSISTANT GOVERNORS AND COMMITTEE CHAIRS:

The incoming District Governor shall divide the district into convenient groupings of clubs. He/she may but need not utilize the groupings of the prior District Governor. The District Governor shall appoint an Assistant Governor for each group to coordinate the district leadership of his/her clubs.

The incoming District Governor shall appoint such Committee Chairs as are required by Rotary International and the By-laws of the District. Additional committees may be formed at the discretion of the incoming Governor. The Governor shall work with the Committee Chairs to appoint members to the committees as necessary. All committee chairs must be Rotarians in good standing in a club in the

District. Appointed District Committee Chairs shall attend the District Assembly and scheduled training sessions as appropriate.

The Assistant Governors and Committee Chairs serve a one-year term at the pleasure of the District Governor but should be aware that several years of service in such position may be expected.

It would be appropriate for the budget of the District to include provisions for training of Assistant Governors and potential expenses (such as travel, postage and stationery) of the Assistant Governors. It would be appropriate for the clubs to absorb the costs of meals for the Assistant Governors when the Assistant Governor visits such club.

The qualifications for being an Assistant Governor are:

1. Having served a full term as a Club President;
2. Having attended at least one PETS;
3. Membership, other than honorary, in good standing in a club in the District for at least three years;
4. Willingness and ability to accept the responsibilities of Assistant Governor;
5. Demonstrated outstanding performance at the District level; and
6. Potential for future leadership in the District.

RESPONSIBILITIES: In addition to the responsibilities inherent in each committee chairmanship, those Committee Chairs whose committees have any function concerning youth shall be aware of the District Sexual Abuse and Harassment Policy. Further, those Committee Chairs shall ensure that all adults functioning under such Committee sign an acknowledgment of having received a copy of such policy.

The Assistant Governor shall (reference to clubs shall mean only the clubs assigned to the respective Assistant Governor):

1. Attend scheduled Training Sessions for Assistant Governors prior to taking office. Such sessions may be at the multi district level, the district level or both, at the discretion of the District Governor for the respective year.

2. Meet with the president (and other officers) of each club during the period of 15 June prior to the start of the Rotary year to 15 July of the Rotary year to assist the club in the proper completion of the Plans and Objectives form and preparation for the Governor's official visit; ensure that the form is submitted to the District Governor* prior to the Plans and Objectives meeting.

3. Communicate with the District Governor in advance of the Plans and Objectives meeting relative to any unique needs or problems with the respective club.

4. Attend the Plans and Objectives meeting and introduce the District Governor to club officers and members.

5. Contact each club president on a monthly basis and communicate to the District Governor the status of the clubs; such reporting to the District Governor shall be on the form attached hereto for such purpose.

6. Attend at least one meeting of each club every three months (including both the Plans and Objectives meeting and the Official Governor's meeting, if different). Such meetings, to the extent possible, should coincide with special meetings/events for the club.

7. Continuously monitor the clubs relative to reporting requirements to both Rotary International and the District.

8. Encourage and assist the clubs to fulfill the requirements for the Presidential Citation.

9. Actively encourage participation of the clubs in all District functions including but not limited to Assembly, Conference, Pre-PETS and PETS.

10. Personally attend the Assembly and District Conference; greet and welcome members from his/her constituent clubs.

11. Facilitate and promote joint activities and competition between and among clubs (fund-raising, social events, etc.).

12. Attend the social events of the clubs as representative of the Governor.

13. Advise the District Governor as to the availability of persons within the clubs for District positions.

14. Take the incoming president of each club with him/her on at least one visit to another club prior to such incoming president taking office as club president. Such visits may be combined with the Assistant Governor's scheduled quarterly visits to the clubs.

15. Meet with the District Governor-elect to assist in setting the goals for the district.

16. Attend the installation of each club president.

17. Conduct new member installations and officer installations if requested to do so by the club.

18. Attend quarterly meetings with the District Governor.

* Subject to the procedure adopted by the District Governor, the Plans and Objectives meeting may be conducted by the District Governor-elect or the District Governor Nominee as provided for below.

The District Governor cannot delegate those responsibilities imposed on each office by Rotary International such as, but not limited to: conducting PETS, District Assembly, official visits, and periodic newsletter and District appointments.

TERM: An appointed Assistant Governor shall commit to a potential term of three years.

TRAINING: It shall be the responsibility of the District Governor-elect to ensure the proper training of the incoming Assistant Governors. It shall be the decision of the District Governor-elect as to whether the Assistant Governors for his/her year as governor receives their training as a part of a multidistrict PET agenda or as a district activity or both. The District Trainer shall work with the District Governor to ensure that all Assistant Governors are properly trained prior to the start of the Rotary year.

The training for the Assistant Governors shall include, as a minimum:

1. A full review of all responsibilities as outlined above.
2. Good communications techniques.
3. Development of District Goals.
4. Working effectively with clubs.
5. Relationships with District Governors and with club officers.
6. Representing the District Governor.
7. The Rotary International Theme and the Presidential Citation Program.
8. District Finances.
9. Programs of Rotary International and The Rotary Foundation.
10. District Structure: Committees and their roles/responsibilities.

GOVERNOR'S OFFICIAL VISIT:

It shall be the obligation of the District Governor to meet with each club in the District. The District Governor shall attempt to complete these visits prior to 30 November of his/her years as Governor. The purpose of such a meeting is to address the club, provide personal contact with the officers and members, focus attention on important Rotary matters, motivate participation of members in Rotary activities and recognize the contributions of Rotarians within the club.

PLANS AND OBJECTIVES MEETINGS:

In addition to the official visit by the District Governor, there shall be a Plans and Objectives meeting with each club. This shall be in conjunction with a regular meeting of the club and shall take place immediately prior to or immediately after such regular meeting or as may be otherwise arranged by the District Governor.

STEERING COMMITTEE

A Steering Committee consisting of the sitting District Governor, District Governor-elect, District Governor Nominee, and District Governor Nominee Designate (when selected) shall meet monthly in an executive session. The purpose of this committee shall be to coordinate and carry out plans for the current year and set into place plans extended into future years. The sitting Governor shall have complete responsibility implementing plans and programs during his/her year in office. The Governors-elect, Nominee and Designate shall:

- (a) fulfill the prescribed duties as outlined in the district by-laws;
- (b) serve the Governor as an advisory group;
- (c) constitute a forum for the Governor to discuss district problems and issues;
- (d) formulate with the Governor a multi-year vision for the district;
- (e) provide leadership continuity.

Each member of the Steering Committee, at the discretion of the sitting District Governor, working with the Assistant Governors, shall conduct one third of the official goals and objectives meetings (as outlined and provided for above), participate in special club events, and serve at the installation of club officers and new members when invited by the Club.

DISTRICT TRAINER

The District Trainer is appointed by the District Governor and serves at the pleasure of the District Governor. His/her role is to coordinate all efforts within the district for the proper training of Assistant Governors and incoming club presidents. The District Trainer will work closely with the Program Chair for the District Assembly to assure that the agenda for the Assembly adequately addresses the training needs of the incoming officers.

PETS, DISTRICT ASSEMBLY AND DISTRICT CONFERENCE

The District Governor shall be responsible for ensuring that the District participates in a multi-district PETS, holds an Assembly and holds a Conference. Dates, times, places and programs shall be at the discretion of the District Governor provided that there is compliance with the directives of Rotary International as presented in the RI Manual of Procedure.

Article XXIII (Sergeant at Arms)

23.01 There shall be a District Sergeant at Arms who, accordance with the procedures outlined in Article II of these Resolutions, shall be elected for a term of three years.

23.02 The Sergeant at Arms shall be responsible to maintain the District banner and other property of the District as directed by the District Governor, all of such items to be duly turned over to his or her successor upon appointment.

23.03 The Sergeant at Arms shall ensure that such items within his or her control are readily available for use throughout the District.

23.04 The Sergeant at Arms shall provide an annual report to the District Governor of all District property in his or her possession. Such report shall be provided within thirty days prior to the district Conference, with copy to the District Governor Elect.

23.05 The Sergeant at Arms shall be the custodian of District properties and shall maintain a running inventory of them. The District Sergeant at Arms shall secure receipts for all District properties that are loaned. "Properties" as used in this section shall exclude records maintained by the District Archivist.

Article XXIV (World Community Service Fund) [Deleted]

Article XXV (Youth Protection Policy; Code of Conduct)

District 7910 Youth Protection Policy. *This policy excludes the Essex program, which shall comply fully with United States Government, Rotary International and Essex Rules and Regulations.*

25.01 **Statement of Conduct for Working With Youth.** District 7910 strives to create and maintain a safe environment for all youth who participate in Rotary activities. To the best of their ability, Rotarians, Rotarians' spouses and partners, and other volunteers must safeguard the children and young people they come into contact with and protect them from physical, sexual, and emotional abuse.

25.02 Definitions

“Volunteer” — Any adult involved with Rotary youth activities who interacts directly with youth, whether supervised or unsupervised.

“Youth Program Participant” — Anyone who participates in a Rotary youth program, whether child or adult.

25.03 Liability Insurance. The District 7910 youth program carries liability insurance with appropriate coverage and policy limits. This policy protects the organization from third-party claims and lawsuits alleging negligence by the organization, its employees, or its volunteers.

25.04 Club Compliance. The district governor is responsible for supervision and control of all youth activities in the district. District 7910 will monitor all participating clubs and ensure that they comply with youth protection certification requirements.

25.05 Volunteer Selection and Screening. All Rotarian and non-Rotarian volunteers interested in working with youth program participants must meet RI and district eligibility requirements. RI prohibits the membership and participation of any volunteer who has admitted to, been convicted of, or otherwise been found to have engaged in sexual abuse or harassment.

If a person is accused of sexual abuse or harassment and the law enforcement investigation is inconclusive, or if law enforcement declines to investigate, additional safeguards are necessary to protect any youth program participants with whom the accused may have future contact, as well as the accused. A person later cleared of charges may apply to be reinstated as a youth program volunteer. Reinstatement is not a right, and reinstatement to his or her former position is not guaranteed.

25.06 Training. District 7910 and member clubs may provide youth-protection training and information on youth programs. The District Youth Protection officer will oversee the training sessions.

25.07 Allegation Handling and Follow-Through. District 7910 takes all allegations of abuse or harassment seriously and shall handle them in accordance with Rotary International Reporting Guidelines.

The district will cooperate with all law enforcement agencies, child protective services, and legal investigations and will not interfere with official investigations when conducting its own independent review.

District 7910 will appoint a youth protection officer to evaluate and review files, policies, and allegations regularly.

District 7910 Code of Conduct

25.08. Definitions. For the purpose of Section 25.08 through 25.12, the following definitions shall apply:

“*District 7910 Activity*” means attendance at or participation in any Rotary District 7910 event, meeting, or other activity, and includes without limitation service as a District Officer, Committee Chair, or any other district position.

“*Inappropriate Conduct*” means a comment, conduct or gesture directed toward an individual or group of individuals which is reasonably considered to be insulting, intimidating, humiliating, malicious, degrading or offensive.

“*Repeated Inappropriate Conduct*” means *Inappropriate Conduct* that persistently or continually torments, bothers, persecutes, or subjects to attack or hostilities, another person.

“*Protection Committee*” means the District Committee charged with reviewing complaints of *Inappropriate Conduct* involving any *District 7910 Activity*, and shall consist of the District Governor Nominee, District Governor Nominee Designate, if any, and District Parliamentarian. The Protection Committee’s power and authority is limited to reviewing events and circumstances occurring at District 7910 Activities, and under no circumstances may the Protection Committee investigate any matter internal to any Rotary Club in District 7910.

25.09 Code of Conduct. Rotary District of 7910 is dedicated to providing an environment in which all Rotarians are treated with dignity and respect. Rotarians participating in any *District 7910 Activity* are expected comply with the Rotary Code of Conduct, including avoiding behavior that reflects adversely on Rotary or other Rotarians. No Rotarian engaged in any *District 7910 Activity* shall engage *Repeated Inappropriate Conduct*.

25.10 Complaints. Any individual Rotarian who believes they have been directly subject to *Repeated Inappropriate Conduct* involving a *District 7910 Activity*, and/or the Board of Directors of any club in which one of their members may have been directly subject to *Repeated Inappropriate Conduct* involving a *District 7910 Activity*, may file a written complaint with the District Governor. The Complaint shall name the parties involved, and describe in reasonable detail the circumstances giving rise to the *Inappropriate Conduct*.

25.11 Procedure. Upon receipt of a complaint, the District Governor shall forward the same to the *Protection Committee*, who shall investigate the facts alleged in the Complaint. The *Protection Committee* may interview witnesses, the complainant and the person accused, and/or seek written statements from any person. The *Protection Committee* shall consider the matter and present its findings and recommendations to the District Governor.

25.12. Review of Protection Committee Findings and Recommendations. The District Governor shall consider the findings and recommendation of the Protection Committee and within thirty (30) days after receipt of such findings, the District Governor shall take such action within the District Governor’s power as the District Governor deems appropriate to ensure that the offending conduct does not

reoccur, including but not limited to removing the offending Rotarian from appointed District office, barring the offending Rotarian from future *District 7910 Activities* during his/her term as District Governor, and/or reporting the findings to the Board of Directors of the offending Rotarian's club.

Article XXVI (Modifications and Additions to Resolutions; Quorum)

26.01 These resolutions and any proposed changes may be amended, altered, or repealed in whole or in part by a majority vote of the voting delegates at any annual District Conference.

26.02 Changes may be proposed by the District Governor, the District Council, Trustees of the District Funds, a Rotary Club in the District upon a vote of that club, or by the District Resolutions Committee. The District Governor shall notify all clubs of the procedure for amending the Resolutions of District 7910 at least five months prior to the District Conference. The changes must be submitted in writing to the District Secretary, with a copy to the Chair of the Resolutions Committee, postmarked no later than ninety days prior to the date of the District Conference Business Meeting where the proposed changes are to be acted upon.

26.03 The District Resolutions Committee will send to the District Secretary its recommendations regarding any proposed changes at least forty-five days before the District Conference Business Meeting, and the District Secretary, will send to each Club President copies of all proposed changes together with the recommendations from the District Resolutions Committee at least thirty days prior to the date of the District Conference Business Meeting.

26.04 Quorum. Thirty percent (30%) of the Clubs in the District represented by one or more delegates at the annual Business Meeting shall constitute a quorum for the transaction of business.

Article XXVII (Remote or Distributed Meetings)

27.01 Participation in Meetings by Telephone Conference. All meetings required or permitted by these District 7910 Resolutions may permit, at the discretion of the applicable meeting chair, participation in any regular or special meeting by or through the use of any means of communication by which all persons participating in such meeting may simultaneously hear each other during the meeting. Any person participating in a meeting by this means is considered to be present in person at the meeting.

27.02 Action Without Meeting. Any action required or permitted to be taken by any boards, committees, councils and the like (a "Voting Body") under these District 7910 Resolutions may be taken without a meeting if the action is taken by a unanimous affirmative vote of such Voting Body. The required affirmative vote of each member of the Voting Body must be evidenced in writing and shall be effective when the required number of affirmative votes have been received, unless the vote specifies a different effective date. A vote taken under this section has the same effect as if taken at a meeting. Votes by electronic means shall be deemed to be in writing for purposes of these District 7910 Resolutions.

As originally adopted by the District Conference in May, 1982, and amended at the District Conferences in 1983, 1984, 1985, 1986, 1988, 1989, 1991, 1992, 1994, 1998, 1999, 2000, 2001, 2002, 2003, 2004, 2005, 2006, 2007, 2008, 2010, 2011, 2012, 2013, 2016, 2017 and 2018.