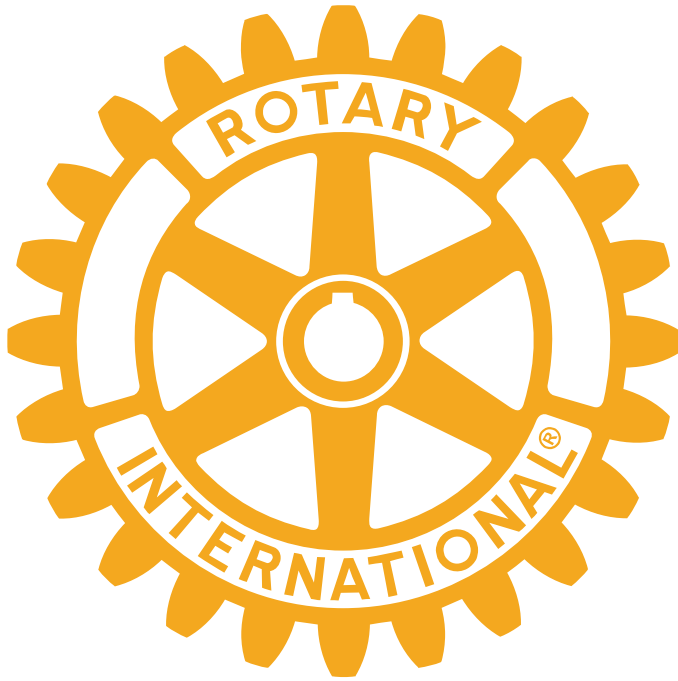




2025 COUNCIL ON LEGISLATION
OF ROTARY INTERNATIONAL

PROPOSED LEGISLATION

25-01 through 25-86

13-17 April 2025 | Chicago, Illinois, USA

2025 Council on Legislation

Re: Legislation to be considered by the 2025 Council on Legislation

Dear Rotarians:

In anticipation of the 2025 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 2025, the COL is scheduled to meet from 13-17 April in Chicago, Illinois, USA.

The legislation in this book was proposed to the 2025 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 2023 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 Defective items will not be published nor transmitted to the COL.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.

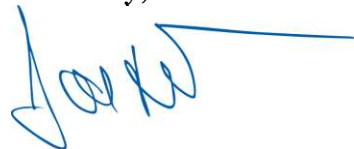
At the top of each piece of legislation is a Council number (for example, 25-01). Items of legislation are grouped by topic and may have similar or identical titles. Also at the top of the legislation is the name of the proposer(s). Some items have more than one. This occurs when multiple proposers submit identical items of legislation that are then combined or when proposers of similar items agree to join a piece of compromise legislation.

The purpose and effect statement and the financial impact statement are printed below each item of legislation. The purpose and effect statements 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 RI when implementing the legislation.

As required by RI's constitutional documents, the legislation is sent to the governor of each district and all members of the Council in English by 30 September 2024. Those 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 the [Councils page](#) of My Rotary in these languages.

Should you have questions about the COL over the coming months, you may contact Council Services at council_services@rotary.org.

Sincerely,



John Hewko
General Secretary

2025 COUNCIL ON LEGISLATION

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PROPOSED ENACTMENT 25-01

To amend the purpose of Rotary clubs

Proposer(s): Rotary Club of Toulouse, District 1700, Andorra and France

*To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 3 Purposes

The purposes of this club are to:

- (a) pursue the Object of Rotary;
- (b) carry out successful community service projects based on the 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.

(End of Text)

PURPOSE AND EFFECT

The notion of community service has been prominently established among Rotary's guiding principles in the *Manual of Procedure* and is generally understood to form the basis for all Rotary activity. It is, however, absent from Article 3 of the Standard Rotary Club Constitution and is translated in the French version as "Actions d'intérêt public."

The idea of community service should be translated for French-speaking countries as "Actions d'intérêt général" and not "Actions d'intérêt public" so as to reflect the intents and purposes of RI's service projects; the notion of "actions d'intérêt public" being restrictive and referring too much to the field of administrative affairs in French.

Replacing "Actions d'intérêt public" with "Actions d'intérêt general" in the translation and adding this clarification to Article 3 of the Standard Rotary Club Constitution better conveys the meaning of the actions and projects carried out by Rotary clubs for the general public, institutions, and sometimes even for Rotarians themselves.

This modification would:

- promote better, more accurate recognition of our actions by the states, local authorities, partner organizations, the media, and the general public,

1 which give active support to our expansion, both from a financial
2 perspective and in terms of networks of influence.

3

- 4 • help attract new members as well as promote a better platform for The
5 Rotary Foundation and its mission.

6

7 Such clarifications will likely increase Rotary’s impact by extending its reach, as
8 well as improving member involvement and participation – all of which will help
9 to promote our organization’s foundational principle of ‘Service Above Self.’

10

11 Thus, emphasizing the notion of “Actions d’intérêt général” in the Standard
12 Rotary Club Constitution is an essential key to serving the priorities and strategic
13 objectives of RI.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-02

To add vocational service as one of the recommended club committees

Proposer(s): Rotary Club of Rotary Club of Paris 20ème Service & Industrie,
District 1660, France

1 *To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

2

3 **Article 11 Directors and Officers and Committees**

4

5 **Section 7 — Committees.** This club should have the following committees:

6 (a) Club Administration;

7 (b) Membership;

8 (c) Public Image;

9 (d) Rotary Foundation; ~~and~~

10 (e) Service Projects; and

11 (f) Vocational Service.

12 The board or president may appoint additional committees as needed.

(End of Text)

PURPOSE AND EFFECT

13 We often explain away the difficulty in recruiting young professionals as being
14 due to the high cost of dues, their lack of motivation, and sometimes their
15 individualism.

16

17 However, some professional organizations do prosper with members who pay
18 high dues. In comparison with such organizations, both dues and time
19 commitment during the busy life stage of a young professional has put Rotary
20 behind.

21

22 For Rotary to become a primary choice again, it would be desirable for our
23 organization to re-adopt professional development as one its major goals.

24

25 Resolution 20R-03, to reintroduce professional development as a Rotary value,
26 was adopted by the 2020 Council on Resolutions. Clubs now need to declare
27 without hesitation that Rotary, alongside humanitarian projects and with a
28 strong focus on high ethics, supports the professional development of its
29 members.

1 When that takes place, young professionals will again become interested in
2 Rotary. Our district has already created a few clubs in that spirit and their growth
3 shows the appropriateness and the value of such a path.

4
5 Professional development is therefore a major component of club growth. A
6 young leader engaged by the ideal of service is also attracted by vocational
7 accomplishments. He or she wishes to join Rotary, to feel trusted in a reliable
8 network.

9
10 A club vocational committee, focused on professional development with Rotary
11 values, will hold the same attraction for young professionals as does a service
12 projects committee for those who are actively committed to the ideal of service.

FINANCIAL IMPACT

13 This enactment would have no substantial financial impact on RI. Clubs currently
14 have the ability to create any committee they determine will add value to their
15 club structure.

PROPOSED ENACTMENT 25-03

To provide for either the election or selection of club officers other than club presidents

Proposer(s): District 2660, Japan

*To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 7 Meetings

Section 2 — Annual Meeting.

- (a) An annual meeting to elect or select officers and present a mid-year report, including current year income and expenses, together with a financial report on the previous year, shall be held before 31 December, as provided in the bylaws.

Article 11 Directors and Officers and Committees

Section 5 — Election or Selection of Officers.

- (a) *Terms of Officers other than President.* Each officer shall be elected or selected as provided in the bylaws. Except for the president, each officer takes office on 1 July immediately following election or selection and serves for the term of office or until a successor is elected or selected and qualified.

(End of Text)

PURPOSE AND EFFECT

Clubs are not restricted to any one method in the selection of their officers. Our club believes it is far less common to elect than to simply select or appoint such officers, and therefore finds it appropriate to propose that the words ‘elected’ and ‘election’ be supplemented with the more common and generally used words ‘selected’ and ‘selection,’ as noted above. In this context, it should also be noted that the definition of ‘selection’ more broadly encompasses that of ‘election’ and may therefore also be understood to include ‘selection by election.’

FINANCIAL IMPACT

This enactment could have a financial impact on RI which cannot be determined at this time. Cost would be dependent on the scope and extent of support provided by the RI Board to accomplish this goal.

PROPOSED ENACTMENT 25-04

To provide that club directors are officers on the club board

Proposer(s): Rotary Club of Mito, District 2820, Japan

1 *To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

2 **Article 11 Directors and Officers and Committees**

3
4
5 **Section 4 — Officers.** The club officers shall be a president, the immediate past
6 president, a president-elect, a secretary, and a treasurer and may also include
7 one or more vice-presidents, all of whom shall be members of the board. The
8 club officers may also include a sergeant-at-arms, ~~who~~ and a director, both of
9 whom may be ~~a member~~ members of the board, if the bylaws provide. Each
10 officer and director shall be a member in good standing of this club. Club
11 officers shall regularly attend satellite club meetings.

12 **Section 5 — Election of Officers.**

- 13 (a) *Terms of Directors and Officers other than President.* Each director and
14 officer shall be elected as provided in the bylaws. Except for the president,
15 each director and officer takes office on 1 July immediately following
16 election and serves for the term of office or until a successor is elected and
17 qualified.

(End of Text)

PURPOSE AND EFFECT

18 According to the current Standard Rotary Club Constitution and Recommended
19 Rotary Club Bylaws, the club board consists of directors as well as officers and
20 maintains full authority over all operational and administrative matters of the
21 club. However, while both documents contain detailed information regarding the
22 duties and responsibilities of club officers, they provide relatively little guidance
23 on the role of club directors. This creates a risk of arbitrary operation of the
24 director's status and the election process.

25
26 The status of club directors should therefore be similar to that of club officers,
27 with corresponding provisions in the club bylaws.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-05

To amend the amount of time club boards have to provide minutes to their members

Proposer(s): Rotary Club of Bombay, District 3141, India
Rotary Club of Bombay Seacoast, District 3141, India

1 *To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

2

3 **Article 7 Meetings**

4

5 **Section 3 — Board Meetings.** Within ~~30~~ 45 days after all board meetings,
6 written minutes ~~should be available~~ shall be made available by the club board to
7 all members.

(End of Text)

PURPOSE AND EFFECT

8 Minutes of Rotary club board meetings are of vital importance as they
9 communicate important information about board decisions to the club's
10 members, thereby encouraging them to become more engaged with the club and
11 involved in its various activities.

12

13 A measure reducing the period allotted for publication of club board meeting
14 minutes from 60 to 30 days was adopted by the 2022 Council on Legislation
15 (Enactment 22-07, "To amend the amount of time club boards have to provide
16 minutes to their members"). However, there are typically about 30 days between
17 meetings of the club board, with additional time required for approval of the
18 meeting minutes at the next meeting. The proposed adjustment of this period,
19 from 30 to 45 days, would be helpful in relieving some of the follow-through
20 pressure placed upon clubs under the current timeline.

21

22 Noting the impact board meeting minutes can have upon member engagement
23 and involvement if they are disseminated to club members in a timely manner,
24 this enactment also uses the interpretation of certain words, as described in
25 Article 14, Interpretation, of the Rotary International Constitution, by replacing
26 the word "should" with the word "shall." In turn, this will make it mandatory for
27 the club boards to publish the minutes within 45 days from the date of the Board
28 meeting.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-06

To amend the deadline for the mid-year financial report

Proposer(s): District 2080, Italy

1 *To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

2 3 **Article 7 Meetings**

4 5 **Section 2 — *Annual Meeting. Other Meetings.***

6 (a) An annual meeting to elect officers and present a mid-year report,
7 ~~including current year income and expenses, together with~~ a financial
8 report on the previous year, shall be held before 31 December, as provided
9 in the bylaws.

10 (b) A mid-year financial report, including income and expenses of the first six
11 months of the current year, shall be presented at a meeting held by 31
12 January.

13 ~~(b)~~ (c) A satellite club shall hold an annual meeting of its members before 31
14 December to elect officers for the satellite club.

(End of Text)

PURPOSE AND EFFECT

15 The requirement to submit a mid-year report at the annual meeting was
16 introduced in 2019 (Enactment 19-24, adopted as amended by the 2019 Council
17 on Legislation). In the time since the adoption of that item, several clubs have
18 reported the impossibility of submitting a mid-year report by December 31st. In
19 fact, considering that the Rotary year begins on 1 July, it is not possible that a
20 semiannual report can be submitted before December 31st; a full six months has
21 not yet elapsed. An extension of the existing deadline to 31 January would allow
22 clubs sufficient time in which to submit a full mid-year report to members.
23 Financial transparency is an important element in the life of the club. The
24 adoption of this proposed amendment will help to clarify RI's annual club
25 financial reporting procedures and dispel any doubts that clubs may have
26 regarding this important process.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-07

To decrease the number of members required to charter a new Rotary club

Proposer(s): Board of Directors of RI
District 5950, USA

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

2

3 **Article 2 Membership in Rotary International**

4

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

6

7 2.010.1. *New Clubs.*

8 A new club shall have at least ~~20~~ 15 charter members.

(End of Text)

PURPOSE AND EFFECT

9 As new, innovative clubs are formed, experience has proven that they can expand
10 rapidly after their formation. A club that is up and running can attract new
11 members based on its activities in the community, particularly if it has a strong
12 articulated message for a particular type of service. Districts have seen this in
13 action, where clubs consisting of armed services veterans, professionals working
14 to end human trafficking, and a network of individuals working to empower
15 women all grew membership significantly almost immediately after chartering.
16 Many Rotary clubs around the world operate and create outsize impact with 15 or
17 fewer club members. The intent of this enactment is not to promote the growth of
18 such smaller clubs, but to facilitate the expansion of a small nucleus of highly
19 dedicated Rotarians into a larger group with a compelling service brand.

FINANCIAL IMPACT

20 This enactment could have a financial impact on RI which cannot be determined
21 at this time. An increase or decrease in revenue is contingent upon the impact the
22 change would have on membership growth or retention.

PROPOSED ENACTMENT 25-08

To remove the admission fee for new clubs

Proposer(s): District 1180, England and Wales

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

2

3 **Article 2 Membership in Rotary International**

4

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

6 To be admitted to RI, a club or Rotaract club applies to the board for
7 membership. ~~The application shall be accompanied by an admission fee set by~~
8 ~~the board.~~ Membership takes effect when the board approves it.

(End of Text)

PURPOSE AND EFFECT

9 When joining a Rotary club, new members are obligated to pay RI, Rotary GBI
10 (in the United Kingdom), district, and club fees. They do not pay any extra
11 membership fee.

12

13 Those joining a new club as charter members pay the same fees as would
14 members joining an established club, plus an extra charge per person for the
15 setting up of the club.

16

17 It acts as a disincentive to the creation of new clubs or to those who would join
18 them and most certainly violates Rotary's Four-Way Test in that it is not 'fair to
19 all concerned.'

20

21 Abolition of this additional cost will bring charter member fees in line with those
22 applied when members join established clubs and will remove the disincentive
23 for good prospective members on lower incomes to join new clubs.

FINANCIAL IMPACT

24 This enactment would result in a decrease in revenues for RI. The admission fee
25 for a new Rotary club is based on the number of new members in the club. Over
26 the last three years, the average number of new clubs per year has been 1,180,
27 with an average of 25 new members per club. Eliminating the admission fee
28 would reduce RI revenue by approximately US\$442,000 per year.

PROPOSED ENACTMENT 25-09

To limit the number of honorary members in a club

Proposer(s): Rotary Club of Meerut Mahan, District 3100, India

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

Article 4 Membership in Clubs

4.050. Honorary Membership.

Clubs may elect honorary members for terms set by the club board, who shall:

- (a) be exempt from paying dues;
- (b) not vote;
- (c) not hold any club office;
- (d) not hold classifications; and
- (e) be entitled to attend all meetings and enjoy all other privileges in the club, but have no rights or privileges in any other club, except to visit without being a Rotarian's guest.

Persons who have distinguished themselves by meritorious service in the furtherance of Rotary ideals and those considered friends of Rotary for their support of Rotary's cause may be elected to honorary membership in more than one club. Provided that the maximum number of honorary members in a club shall not exceed five percent of the club's total active membership.

*And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 8 Membership

Section 6 — Honorary Membership. This club may elect honorary members for terms set by the board, who shall:

- (a) be exempt from paying dues;
- (b) not vote;
- (c) not hold any club office;
- (d) not hold classifications; and
- (e) be entitled to attend all meetings and enjoy all other privileges in the club, but have no rights or privileges in any other club, except to visit without being a Rotarian's guest.

The maximum number of honorary members in this club shall not exceed five percent of the club's total active membership.

(End of Text)

PURPOSE AND EFFECT

1 RI Bylaws section 4.010. provides that a club may have two types of membership,
2 active and honorary, and section 4.050. further sets forth the conditions and
3 rules of honorary membership, though without setting the maximum number of
4 such members allowed in a club.

5
6 Clubs value the contributions of honorary members, who bring unique
7 perspectives, experience, and support to their communities. However, this
8 acknowledgement must be balanced with the clubs' more general obligation to
9 maintain a robust and representative active membership.

10
11 It has been observed that some clubs have a significant number of honorary
12 members who, though they are encouraged to move towards an active
13 membership, nevertheless resign or continue on as honorary members.

14
15 This enactment limits the overall number of honorary members in a club, while
16 ensuring that these individuals receive proper recognition for their contributions.
17 It also encourages the continued full engagement of the club's active membership
18 and ensures that active members remain the majority of the club. Setting a cap on
19 honorary memberships prompts clubs to think more strategically about the
20 admission of honorary members, focusing their attention on those whose
21 inclusion would be of greatest benefit to the club.

22
23 With these goals in mind, it is therefore proposed to limit the number of
24 honorary members in a club to five percent of the club's total membership.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-10

To provide for dual membership for Rotarians helping to charter new clubs

Proposer(s): District 5030, USA

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

Article 10 Dues

Every club and Rotaract club shall pay per capita dues to RI twice per year, or at other times set by the board. Per capita dues for a member with dual membership shall be paid by the member's primary club.

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

Article 2 Membership in Rotary International

2.010. Application for Membership in RI.

To be admitted to RI, a club or Rotaract club applies to the board for membership. The application shall be accompanied by an admission fee set by the board. Membership takes effect when the board approves it.

2.010.1. New Clubs.

A new club shall have at least 20 charter members. A charter member with dual membership is not counted in the number of charter members required to charter a new club.

Article 4 Membership in Clubs

4.040. Prohibited Dual Memberships. Dual Active Memberships.

~~No member shall simultaneously~~ Dual active membership is only permitted when a member:

- (a) ~~belong to more than one club, other than a satellite of a club~~ belongs to a satellite of their primary club; or
- (b) ~~be an honorary member in the same club~~ is a charter club member serving as an officer or board member of a new club while retaining active membership status in their primary club.

4.050. Honorary Membership.

Clubs may elect honorary members for terms set by the club board, who shall:

- (a) not be active members of the same club;
- ~~(a)~~ (b) be exempt from paying dues;
- ~~(b)~~ (c) not vote;
- ~~(c)~~ (d) not hold any club office;
- ~~(d)~~ (e) not hold classifications; and

(e) (f) be entitled to attend all meetings and enjoy all other privileges in the club, but have no rights or privileges in any other club, except to visit without being a Rotarian's guest.

Persons who have distinguished themselves by meritorious service in the furtherance of Rotary ideals and those considered friends of Rotary for their support of Rotary's cause may be elected to honorary membership in more than one club.

Article 15 Districts

15.060. District Finances.

15.060.3. Per Capita Levy.

The per capita levy is mandatory for all clubs of a district. The per capita levy for a member with dual membership shall be paid by the member's primary club.

The governor shall certify to the board any club that has not paid the levy for more than six months. The board shall suspend RI services to the club as long as the levy remains unpaid.

Article 18 Fiscal Matters

18.020. Club Reports.

A club or Rotaract club shall report to RI the number of its members on 1 July and on 1 January each year or on other dates set by the board. A member with dual membership is counted once and shall be reported to RI by the member's primary club.

18.030. Dues.

18.030.1. Per Capita Dues.

Each club pays per capita dues to RI for each member as follows: US\$35.50 per half year in 2022 - 23, US\$37.50 per half year in 2023 - 24, US\$39.25 per half year in 2024 - 25, and US\$41.00 per half year in 2025 - 26, and thereafter. The dues shall remain constant until changed by the council on legislation. Per capita dues for a member with dual membership shall be paid by the member's primary club.

18.030.3. Additional Per Capita Dues.

Each year a club pays to RI additional per capita dues in an amount per member, as determined by the board to be sufficient to pay for the projected expenses of the council on legislation and council on resolutions. Additional dues for a member with dual membership shall be paid by the member's primary club. The additional dues are separately designated and restricted for the expenses of representatives attending the councils, as well as other administrative expenses of the councils, 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.

18.040. Date of Payment.

18.040.4. New Clubs.

A new club or Rotaract club begins paying dues on the next payment due date after its admission. Dues are waived for a charter member serving as an officer or board member in a new club when the member has dual membership and dues for that member are paid by the member's primary club,

Article 21 Official Magazine

21.020. Subscription Prices.

21.020.1. Required Subscription.

Each member shall be a paid subscriber to the official magazine or to a Rotary magazine approved for that club by the board for the duration of their membership. Two Rotarians residing at the same address may subscribe jointly to an official magazine. The subscription fee for a member with dual membership shall be paid by the member's primary club. The board shall determine the subscription price of all editions of the official magazine. Clubs shall collect the subscription fee and forward it to RI. Each member may choose either a printed or (where available) electronic copy. 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.

*And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 8 Membership

Section 5 — ~~Prohibited Dual Memberships.~~ Dual Active Memberships.

~~No member shall simultaneously~~ Dual active membership is only permitted when a member is either:

- (a) ~~belong to this and another club other than a satellite of a club~~ a charter member and officer or board member of this club and an active member in their primary club; or
- (b) ~~be an honorary member in this club~~ an active member of this club and also a charter member and officer or board member of a new club they helped to charter.

When reporting membership to RI, the member shall be counted only by their primary club as an active member.

Section 6 — Honorary Membership. This club may elect honorary members for terms set by the board, who shall:

- (a) ~~not be an active member of this club;~~
- (a) (b) be exempt from paying dues;

- 1 ~~(b)~~ (c) not vote;
2 ~~(e)~~ (d) not hold any club office;
3 ~~(d)~~ (e) not hold classifications; and
4 ~~(e)~~ (f) be entitled to attend all meetings and enjoy all other privileges in the
5 club, but have no rights or privileges in any other club, except to visit
6 without being a Rotarian's guest.

8 **Article 11 Directors and Officers and Committees**

9
10 **Section 4 — Officers.** The club officers shall be a president, the immediate past
11 president, a president-elect, a secretary, and a treasurer and may also include
12 one or more vice-presidents, all of whom shall be members of the board. The
13 club officers may also include a sergeant-at-arms, who may be a member of the
14 board, if the bylaws provide. Each officer and director shall be a member in
15 good standing of this club, and their primary club if they have dual membership.
16 Club officers shall regularly attend satellite club meetings.

17 18 **Article 12 Dues**

19 Every member shall pay annual dues as prescribed in the club's bylaws.

20 21 **Article 15 Rotary Magazines**

22 **Section 1 — Mandatory Subscription.** Unless this club is excused by the RI
23 board of directors, each member shall subscribe to an official magazine. Two
24 Rotarians who reside at the same address may subscribe jointly to an official
25 magazine. When this is the primary club of a member with dual membership,
26 this club shall pay for the member's subscription to an official magazine. The
27 subscription fee shall be paid on the dates set by the board for the payment of
28 per capita dues for the duration of membership in this club.

(End of Text)

PURPOSE AND EFFECT

29 This enactment would provide for dual active membership for Rotary members
30 directly involved in chartering new clubs.

31
32 Specifically, this change will make it possible for Rotarians to join a new Rotary
33 club they helped to charter without giving up membership in their current club.
34 With dual membership, Rotarians may serve as charter club officers or board
35 members of a new club while retaining membership in their current club,
36 hereafter referred to as their primary club.

37
38 Why dual membership?

- 39
40 • To accelerate the chartering of new clubs, which is the most effective way to
41 grow membership

- 1 • To introduce membership flexibility to Rotary members meaningfully
2 involved in new club expansion
3
 - 4 • To acknowledge that new Rotary clubs benefit greatly from having a few
5 experienced Rotary members among their charter members
6
 - 7 • To eliminate the required forced resignation of current Rotary members who
8 help to charter new clubs. This requirement undermines primary club support
9 for new clubs as it contributes to the perception that such members are being
10 'poached' from their current clubs for this purpose
11
 - 12 • To encourage existing clubs to celebrate and provide support for their
13 members who charter and lead new clubs
14
 - 15 • To promote the idea that Rotary members with dual membership bridge the
16 gap between more traditional existing clubs and their newer counterparts.
17
- 18 Through its adoption of dual membership, RI will enable Rotary members to
19 support the formation, chartering, and early viability/sustainability of new clubs
20 by allowing them to serve as active charter members of a new club while also
21 retaining membership in their primary club.

FINANCIAL IMPACT

22 This enactment would have a financial impact on RI which cannot be determined
23 at this time. Cost would be dependent on the scope and extent of support
24 provided by the RI Board to accomplish this goal. In addition, there would be
25 technology expenses to enhance database and billing systems.

PROPOSED ENACTMENT 25-11

To set an age limit for Rotaractors

Proposer(s): Rotary Club of Mangalore North, District 3181, India

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

2

3 **Article 4 Membership**

4 **Section 3 — Composition of Rotaract Clubs.** ~~The board shall determine the~~
5 ~~composition of Rotaract clubs.~~ Rotaract clubs shall be composed of young adults
6 age 40 and below.

7

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

9

10 **Article 4 Membership in Clubs**

11

12 **4.060. Rotaract Club Membership.**

13 A Rotaract club shall be composed of young adults, ~~as determined by the board~~
14 age 40 and below.

(End of Text)

PURPOSE AND EFFECT

15 The purpose of this enactment is to establish an upper age limit of 40 years for
16 membership in Rotaract clubs. The very special experience of membership in a
17 Rotaract club has always had principally to do with the youthful enthusiasm and
18 freshness of its members. Establishing an upper age limit of 40 will restore the
19 magical experience that young adults seek and share as members of a Rotaract
20 club.

FINANCIAL IMPACT

21 This enactment would have no substantial financial impact on RI. Per a January
22 2020 decision, the RI Board provided that a Rotaract club may, but is not
23 required to, set an age limit if the club receives the approval of its members.

24

25 Currently, there are very few Rotaract members above the age of 40.

PROPOSED ENACTMENT 25-12

To set age limits for Rotaractors

Proposer(s): Rotary Club of Vizianagaram, District 3020, India

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

Article 4 Membership

Section 3 — Composition of Rotaract Clubs. ~~The board shall determine the composition of Rotaract clubs.~~ Rotaract clubs shall be composed of young adults aged 18 to 25.

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

Article 4 Membership in Clubs

4.060. Rotaract Club Membership.

A Rotaract club shall be composed of young adults, ~~as determined by the board~~
aged 18 to 25.

(End of Text)

PURPOSE AND EFFECT

The growth of RI is linked directly to the age limits placed upon its Interact and Rotaract programs as they are feeder programs to Rotary. Interactors are prospective Rotaractors, and Rotaractors prospective Rotarians. At present, however, the age limits do not contribute to such growth of Rotary.

As young people are maturing more rapidly in our fast-paced and technologically advanced modern world, the minimum age of admission for the Interact program should be reduced from 12 to 11 so that Rotary can 'Catch them young.'

FINANCIAL IMPACT

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

While clubs may set an age limit if they receive the approval of their members, it should also be noted that nearly half of Rotaractors do not currently report their age to RI.

PROPOSED ENACTMENT 25-13

To provide that the Standard Rotaract Club Constitution is a constitutional document and that Rotaract clubs can propose enactments and resolutions, plus modifying the district conference and district legislation meeting process

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

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

Article 1 Definitions

1. Board: The RI Board of Directors.
2. Club: A Rotary club.
3. Constitutional documents: The RI constitution and bylaws, ~~and the standard Rotary club constitution, and the standard Rotaract 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 RI in Great Britain and Ireland.
8. Rotaract club: A club of young adults.
9. Rotaractor: A member of a Rotaract club.
10. Satellite club: A potential club whose members are also members of a club.
11. TRF: The Rotary Foundation.
12. In Writing: A communication capable of documentation, regardless of the method of transmission.
13. Year: The twelve-month period beginning 1 July.

Article 2 Membership in Rotary International

2.040. The Standard Rotaract Club Constitution

~~The board shall establish and may amend a standard Rotaract club constitution. All Rotaract clubs shall adopt the standard Rotaract club constitution, including any future amendments. An amendment automatically becomes a part of the constitution of the Rotaract club.~~

2.040.1. Amendments to the Standard Rotaract Club Constitution

A Rotaract club may amend the standard Rotaract club constitution in the manner prescribed in the constitutional documents. An amendment automatically becomes a part of the constitution of the Rotaract club.

1 Interim Provision Relating to Subsection 2.040.4. Pursuant to Enactment 25-13
2 the initial Standard Rotaract club constitution shall be established by the RI
3 Board by 1 July 2027 consistent with the constitutional documents, thereafter
4 any amendments shall be as provided in the constitutional documents.

5
6 (Subsequent subsections will be renumbered as appropriate)

7 8 **Article 7 Council on Legislation**

9 10 **7.020. Who May Propose Legislation.**

11 Enactments may be proposed by a club, a Rotaract club, a district, the general
12 council or conference of RIBI, the council on legislation, or the board. Only the
13 board may propose position statements. The board shall not propose legislation
14 related to TRF without prior agreement by the TRF trustees.

15 16 **7.030. Endorsement of Club and District Legislation.**

17 ~~Club~~ Rotary club, Rotaract club and district-proposed enactments must be
18 endorsed by the district at ~~a district conference~~, a district legislation meeting; or
19 an RIBI district council. Each elector from Rotary clubs and Rotaract clubs casts
20 one vote at a district legislation meeting or RIBI district council in accordance
21 with subsection 16.010.1. Of those enactments with an affirmative vote of a
22 majority of electors, districts may endorse and propose no more than five
23 enactments per council on legislation. Where time does not allow proposed
24 enactments to be submitted to ~~the district conference~~, a district legislation
25 meeting; or RIBI district council, the proposed enactments may be submitted to
26 the clubs of the district by a Rotary and Rotaract club ballot conducted by the
27 governor following the procedures in subsection 12.050. as closely as possible.
28 ~~Any club ballot shall follow the procedure in section 12.050. as closely as~~
29 ~~possible.~~ An enactment delivered to the general secretary shall be certified by the
30 governor that it has been endorsed. ~~Districts should not propose or endorse more~~
31 ~~than five enactments per council on legislation.~~ All votes from a club or Rotaract
32 club with more than one vote shall be cast for the same decision, either in favor of
33 or against the proposition.

34 35 **Article 8 Council on Resolutions**

36 37 **8.030. Who May Propose Resolutions.**

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

40 41 **8.040. Endorsement of Club and District Resolutions.**

42 ~~Club~~ Rotary club, Rotaract club, and district-proposed resolutions require an
43 affirmative vote of a majority, with each elector from Rotary clubs and Rotaract
44 clubs casting one vote in accordance with subsection 16.050.1., and must be
45 endorsed by the district at ~~a district conference~~, a district legislation meeting; or
46 an RIBI district council, or through a club ballot conducted by the governor,
47 following the procedures in section 12.050. as closely as possible. Where time

1 does not allow proposed resolutions to be submitted to a district legislation
2 meeting or RIBI district council, the proposed resolutions must be endorsed by
3 the district with a majority of votes by a Rotary and Rotaract club ballot
4 conducted by the governor, following the procedures in subsection 12.050. as
5 closely as possible. All votes from a club or Rotaract club with more than one vote
6 shall be cast for the same decision, either in favor of or against the proposition. A
7 proposed resolution delivered to the general secretary shall be certified by the
8 governor that it has been endorsed.

10 **Article 9 Composition and Procedures of the Councils**

12 **9.030. Duties of Representatives.**

13 A representative shall:

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

26 **Article 15 Districts**

28 **15.040. District Conference ~~and District Legislation Meeting.~~**

30 **15.040.1. Time.**

31 A district conference shall be held annually at a time agreed upon by the governor
32 and the presidents of a majority of the clubs. The governor-nominee may begin
33 planning the conference when selected and certified to the general secretary. The
34 conference dates shall not conflict with the district training assembly, the
35 international assembly, or the international convention. The board may authorize
36 two or more districts to hold their conferences together. ~~The district may also~~
37 ~~hold a district legislation meeting, after all clubs receive 21 days' notice, at a time~~
38 ~~and place set by the governor. If a majority of the clubs request a district~~
39 ~~legislation meeting, specifying the items to be discussed, the governor shall~~
40 ~~convene the meeting within eight weeks of the request.~~

42 **15.040.3. Conference ~~and District Legislation Meeting~~ Actions.**

43 A conference ~~or legislation meeting~~ may adopt recommendations on matters
44 important to the district, in accordance with the RI constitution and bylaws and
45 the spirit and principles of Rotary. Each conference ~~and legislation meeting~~ shall
46 consider and act on all matters submitted.

1 **15.050. Voting at District Conferences ~~and District Legislation Meetings.~~**

2
3 **15.050.1. Electors.**

4 Each club shall select and certify at least one elector to its conference ~~and~~
5 ~~legislation meeting (if held)~~. A club with more than 25 members has one
6 additional elector for each additional 25 members or major fraction thereof. That
7 is, a club with a membership of up to 37 members is entitled to one elector, a club
8 with 38 to 62 members is entitled to two electors, a club with 63 to 87 members is
9 entitled to three electors and so on. Membership is determined by the number of
10 members in the latest club invoice before the vote, except that a suspended club
11 has no vote. Each elector shall be a member of the club. To vote, an elector must
12 be present at the conference or legislation meeting. To participate in any voting
13 by electors at the district conference, a club shall have paid the required district
14 levy for the Rotary year in which the voting is taking place and shall not be
15 indebted to the district. The financial status of the club is determined by the
16 governor.

17
18 **15.050.2. Conference ~~and Legislation Meeting~~ Voting Procedures.**

19 Every club member in good standing present at the conference ~~or a legislation~~
20 ~~meeting~~ is entitled to vote on all matters, except for:

- 21 (a) selection of a governor-nominee;
- 22 (b) election of a member and alternate of the nominating committee for
23 director;
- 24 (c) composition and terms of reference of the nominating committee for
25 governor;
- 26 (d) election of the representative and alternate to the council on legislation and
27 council on resolutions; and
- 28 (e) amount of the per capita levy.

29 Any club member in good standing present may demand a poll on any matter
30 presented to the conference ~~or legislation meeting~~, even if that member cannot
31 vote on the matter. In such cases, voting shall be restricted to electors. When
32 voting on matters (a), (b), (c) and (d), all votes from a club with more than one
33 vote shall be cast for the same candidate or proposition. For votes by single
34 transferable ballot with three or more candidates, all votes from a club with more
35 than one vote shall be cast for the same order of candidates.

36
37 **Article 16 Governors**

38
39 **16.010. District Legislation Meeting.**

40
41 **16.010.1. Electors.**

42 Each Rotary and Rotaract club shall select and certify at least one elector to its
43 district legislation meeting. A club or Rotaract club with more than 25 members
44 has one additional elector for each additional 25 members or major fraction
45 thereof. That is, a club or Rotaract club with a membership of up to 37 members
46 is entitled to one elector, a club or Rotaract club with 38 to 62 members is
47 entitled to two electors, a club or Rotaract club with 63 to 87 members is entitled

1 to three electors and so on. Membership is determined by the number of
2 members in the latest club or Rotaract club invoice before the vote, except that a
3 suspended club or Rotaract club has no vote. Each elector shall be a member of
4 the club or Rotaract club. To vote, an elector must be present at the legislation
5 meeting.

6
7 16.010.2. Time and Place.

8 The district may hold a district legislation meeting, after all Rotary and Rotaract
9 clubs receive 21 days' notice, at a time and place set by the governor. If a majority
10 of the clubs and Rotaract clubs request a district legislation meeting, specifying
11 the items to be discussed, the governor shall convene the meeting within eight
12 weeks of the request.

13
14 16.010.3. Legislation Meeting Voting Procedures.

15 Any Rotary or Rotaract club member in good standing present may demand a
16 poll on any matter presented to the legislation meeting, even if that member
17 cannot vote on the matter. In such cases, voting shall be restricted to electors.
18 When voting, all votes from a club or Rotaract club with more than one vote shall
19 be cast for the same candidate or proposition.

20
21 16.010.4. District Legislation Meeting Actions.

22 A legislation meeting may adopt recommendations, in addition to endorsing
23 legislation, on matters important to the district, in accordance with the RI
24 constitution and bylaws and the spirit and principles of Rotary. Each legislation
25 meeting shall consider and act on all matters submitted.

(Subsequent subsections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

26 The 2019 Council on Legislation voted to admit Rotaract clubs into RI, making
27 Rotaract clubs official members of RI. Following this decision, the RI Board is
28 now rapidly advancing the status of Rotaract clubs.

29
30 Specifically, the inclusion of Rotaract club members on all district committees is
31 strongly encouraged, as is the participation of Rotaract club representatives in
32 various district training meetings, including PETS. Also, Rotaract clubs can now
33 participate in TRF grants. Moreover, Rotaractors began paying per capita dues on
34 1 July 2022, and they now have new obligations as well as clearer duties and
35 responsibilities as members of RI.

36
37 However, the Standard Rotaract Club Constitution is still not defined as a
38 constitutional document of RI, and only the RI Board is authorized to modify it.

1 In light of the calls for improving the status of Rotaract clubs, this situation is
2 inconsistent with the policy set forth by the RI Board.

3
4 There is a pressing need to increase youth involvement in Rotary, and this can be
5 accomplished most effectively by improving Rotaract's status within RI. This
6 trend is now gaining momentum, as the RI Board proposed an enactment to the
7 2022 COL to promote the status of Rotaract clubs.

8
9 This proposal would add the Standard Rotaract Club Constitution as a
10 constitutional document to allow Rotaract clubs to propose enactments to the
11 COL as members of RI.

12
13 In addition, it would allow districts to endorse proposed enactments at either a
14 legislation meeting or through a club ballot, thus ensuring that Rotaract clubs'
15 representatives are engaged in this process.

16
17 If Rotaractors were allowed to propose changes to the Standard Rotaract Club
18 Constitution, they would have increased autonomy and a greater sense of
19 engagement. Such a change would also increase the membership in Rotaract
20 clubs, thereby revitalizing Rotary as an organization.

FINANCIAL IMPACT

21 This enactment could have a potential increase in expenses for RI.

22
23 The expense for the triennial Council on Legislation in fiscal year 2022 was
24 US\$3.1 million, which included approximately US\$1 million in hotel, meals and
25 equipment expenses for 535 representatives.

26
27 If adding enactments for the Rotaract Constitution increased the length of the
28 meeting, additional expenses are estimated at US\$200,000 per day due to higher
29 expenses for hotel, meals, and equipment.

30
31 Additional per capita dues for the Council on Legislation are determined by the
32 Board sufficient to pay for the projected expenses of the next scheduled Council
33 on Legislation and Council on Resolutions. The additional per capita dues are
34 US\$1.00 for 2024-25. Future additional per capita dues would be adjusted by an
35 amount equivalent to changes in expenses.

PROPOSED ENACTMENT 25-14

To amend the qualifications of a governor-nominee

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

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

Article 16 Governors

16.010. Qualifications of a Governor-nominee.

Unless excused by the board, the person selected as a governor-nominee shall at the time of selection:

- (a) be a member in good standing of a functioning club in the district;
- (b) have served as club president for a full term or as charter president for at least six months;
- (c) have experience in district administration, such as serving as an assistant governor;
- ~~(e)~~ (d) demonstrate willingness, commitment, and ability, physically and otherwise, to fulfill the duties and responsibilities of a governor in section 16.030.;
- ~~(d)~~ (e) demonstrate knowledge of the qualifications, duties, and responsibilities of governor as prescribed in the bylaws; and
- ~~(e)~~ (f) submit to RI a statement that the Rotarian understands those qualifications, duties, and responsibilities, is qualified for the office of governor, and is willing and able to assume and faithfully perform those duties and responsibilities.

(End of Text)

PURPOSE AND EFFECT

RI has adopted the core values as a part of its Strategic Plan. Governors play a key role in the implementation of the RI Strategic Plan and the adoption of the core values by clubs. They can achieve this by administering the district with a long-term perspective.

Enactment 01-456, "To revise the duties of the governor," was adopted by the 2001 Council on Legislation after the completion of the District Leadership Plan pilot program, and the district leadership plan was introduced forcibly to all districts beginning July 2002.

The purpose of the district leadership plan was to provide (1) well-trained district leaders, (2) a more challenging role for the governor, and (3) governors with

1 more time to work on more important issues. The new role of assistant governor
2 was also created to develop leadership and secure a larger pool of candidates for
3 future governors.

4
5 25 years after the implementation of the district leadership plan, it should be
6 recognized that having experience in district administration, such as serving as
7 an assistant governor, as well as experience as a club president, should be added
8 to the qualifications for the office of governor in order to implement RI's
9 Strategic Plan from a long-term perspective.

FINANCIAL IMPACT

10 This enactment could have a financial impact on RI which cannot be determined
11 at this time. Cost would be dependent on the scope and extent of support
12 provided by the RI Board to accomplish this goal.

PROPOSED ENACTMENT 25-15

To amend the duties of a governor

Proposer(s): Rotary Club of Chigasaki, District 2780, Japan

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

Article 16 Governors

16.030. Duties of a Governor.

The governor is the officer of RI in the district, functioning under the general control and supervision of the board. The governor shall inspire and motivate the clubs in the district. The governor shall ensure continuity within the district by working with past, current, and incoming district leaders. The governor is responsible for:

- (a) organizing new clubs;
- (b) strengthening existing clubs;
- (c) promoting membership growth;
- (d) working with district and club leaders to encourage:
 1. participation in a district leadership plan as developed by the board;
 2. promotion of the RI strategic plan;
 3. participation in grant programs of the Rotary Foundation;
- (e) furthering the Object of Rotary by providing leadership and supervision of the clubs in the district;
- (f) supporting TRF;
- (g) promoting cordial relations among the clubs and Rotaract clubs and between the clubs, Rotaract clubs, and RI;
- (h) planning for and presiding at the district conference and assisting the governor-elect in planning and preparing the PETS and the district training assembly;
- (i) conducting an official visit to each club, individually or in multi-club meetings, that maximizes the governor's presence to:
 1. focus attention on important Rotary issues;
 2. provide special attention to weak and struggling clubs;
 3. motivate Rotarians to participate in service activities;
 4. ensure that the club constitution and bylaws comply with the constitutional documents, especially following councils on legislation; and
 5. personally recognize the outstanding contributions of Rotarians in the district;
- (j) issuing a monthly communication to each club;
- (k) reporting promptly to RI as required by the president or the board;

- 1 (l) providing the governor-elect, before the international assembly, full
- 2 information about the condition of clubs and recommended action to
- 3 strengthen them;
- 4 (m) assuring that district nominations and elections comply with the
- 5 constitutional documents and RI's established policies;
- 6 (n) inquiring regularly about the activities of Rotarian organizations in the
- 7 district;
- 8 (o) transferring district files to the governor-elect; and
- 9 (p) performing any other duties as are inherent of an RI officer.

(End of Text)

PURPOSE AND EFFECT

- 10 The District Leadership Plan was introduced over twenty years ago, in 2002, by
- 11 RI and is now a mandatory structural component of all districts worldwide. While
- 12 encouraging participation in it is a matter of course, we believe that the biggest
- 13 challenge for governors today is to further promote the RI Strategic Plan and
- 14 encourage active participation in the grant programs of The Rotary Foundation.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-16

To amend the duties of a governor

Proposer(s): District 1790, France

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

Article 16 Governors

16.030. Duties of a Governor.

The governor is the officer of RI in the district, functioning under the general control and supervision of the board. The governor shall inspire and motivate the clubs in the district. The governor shall ensure continuity within the district by working with past, current, and incoming district leaders. The governor is responsible for:

- (a) organizing new clubs;
- (b) strengthening existing clubs;
- (c) promoting membership growth;
- (d) working with district and club leaders to encourage participation in a district leadership plan as developed by the board;
- (e) furthering the Object of Rotary by providing leadership and supervision of the clubs in the district;
- (f) supporting TRF;
- (g) promoting cordial relations among the clubs and Rotaract clubs and between the clubs, Rotaract clubs, and RI;
- (h) planning for and presiding at the district conference and assisting the governor-elect in planning and preparing the PETS and the district training assembly;
- (i) conducting an official visit to each club, individually or in multi-club meetings, that maximizes the governor's presence to:
 1. focus attention on important Rotary issues;
 2. provide special attention to weak and struggling clubs;
 3. motivate Rotarians to participate in service activities;
 4. ensure that the club constitution and bylaws comply with the constitutional documents, especially following councils on legislation; and
 5. personally recognize the outstanding contributions of Rotarians in the district;
- (j) issuing a monthly communication to each club;
- (k) reporting promptly to RI as required by the president or the board;
- (l) providing the governor-elect, before the international assembly, full information about the condition of clubs and recommended action to strengthen them;

- 1 (m) assuring that district nominations and elections comply with the
2 constitutional documents and RI's established policies;
3 (n) inquiring regularly about the activities of Rotarian organizations in the
4 district;
5 (o) transferring district files to the governor-elect; ~~and~~
6 (p) providing support to assistant governors, if any have been appointed, so
7 that they can further the development of the district and the cohesiveness
8 of the members; and
9 ~~(p)~~ (q) performing any other duties as are inherent of an RI officer.

(End of Text)

PURPOSE AND EFFECT

- 10 This enactment focuses on improving the efficiency of the governor's activities,
11 thereby bringing them into better alignment with members' expectations and
12 reinforcing the governor's partnership with club leadership. We propose that
13 governors strengthen the role of assistant governors by delegating certain club
14 tasks to them.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-17

To amend the period for retaining ballots in a club ballot procedure

Proposer(s): Rotary Club of Chennai Serenity, District 3232, India

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

2 3 **Article 12 Nominations and Elections for Governors**

4 5 **12.050. Club Ballot Procedure.**

6 7 **12.050.3. Report of Balloting Committee.**

8 The balloting committee shall promptly report the results to the governor as soon
9 as a candidate receives a majority vote, including the number of the votes for
10 each candidate. The candidate receiving a majority of the votes cast shall be
11 declared governor-nominee. If there is a tie vote, the nominating committee's
12 candidate shall be declared the governor-nominee. If neither tied candidate was
13 the nominating committee's choice, the governor shall select one of the tied
14 candidates as the governor-nominee. The governor shall promptly notify the
15 candidates and clubs of the results of the ballot. The balloting committee shall
16 retain all ballots for ~~15~~ 30 days after the governor's notification to the candidates
17 and clubs. The ballots shall be open to inspection by any club during this period.
18 The chair of the committee shall destroy the ballots following the ~~15-day~~ 30-day
19 period if no election complaint is filed as per section 13.030. If an election
20 complaint is filed, the ballots shall be retained until the board decision on the
21 complaint.

(End of Text)

PURPOSE AND EFFECT

22 In RI Bylaws subsection 13.030.1., it is noted that an election complaint may be
23 filed with the general secretary within 21 days after the results of an election are
24 announced.

25
26 When an election complaint is filed, it may become necessary to recertify the
27 ballots received from clubs, hence the suggestion of a 30-day retention period for
28 such ballots. If a complaint is filed in accordance with section 13.030.1., then
29 ballots must be retained until a Board decision has been reached upon the
30 matter.

This enactment, if adopted, would help to ensure uniformity and better corporate governance of RI's club balloting process, particularly as regards the safeguarding of club ballots related to an election complaint.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-18

To amend the qualifications for directors

Proposer(s): Rotary Club of Baden bei Wien, District 1910, Austria and Bosnia and Herzegovina

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

2

3 **Article 5 Board of Directors**

4

5 **5.080. Terms and Qualifications of Directors.**

6

7 **5.080.2. Qualifications.**

8 A candidate shall have served a full term as governor before being proposed for
9 director (unless the board determines that shorter service suffices), ~~and at least~~
10 ~~three years must have elapsed since the candidate's service as governor.~~ No
11 person who served a full term as director, as defined in the bylaws or as
12 determined by the board, may again be a director except as president or
13 president-elect.

(End of Text)

PURPOSE AND EFFECT

14 Currently, all candidates for director must wait at least three years following their
15 term as governor in order to become eligible for nomination. By eliminating this
16 requirement, younger, better informed, and more highly motivated candidates
17 will be selected for this position. It goes without saying that such candidates will
18 be global in their thinking, and thus better suited to the work of an international
19 organization like RI.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-19

To amend the process for selecting the member and alternate member of the nominating committee for director

Proposer(s): Board of Directors of RI

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

Article 11 Nominations and Elections for Directors

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

11.020.1. 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, 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 each of the section(s) of the zone, by resolutions adopted at their 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 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 the selection. 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 certified to the general secretary by the district governors.

11.020.17. Meeting of the Nominating Committee.

The committee shall meet ~~during the following~~ between 15 September and 15 October at a time and place determined by the board. A majority of the members is a quorum and all business shall be by majority vote, except in selecting the committee's nominee for director. The nominees for director and alternate must receive at least a 60 percent majority vote of the committee. The chair of the nominating committee may only vote for nominees for director and alternate or to break a tie vote.

(End of Text)

PURPOSE AND EFFECT

1 Some zones are divided into sections, which alternate their director-nominee
2 selections on a schedule based on how many Rotarians live in each section.
3 Currently, membership on the nominating committee is limited to
4 representatives from the districts in the section electing the director-nominee,
5 unless a majority of districts in the zone agree that the entire zone should be
6 represented on the nominating committee. However, the bylaws currently
7 provide that a majority of districts in a sectioned zone may agree that all the
8 districts in the zone shall be represented on the nominating committee. This
9 means that if the majority of districts are located in one section of the zone, these
10 districts can agree that they should be represented on the nominating committee
11 to select the director in the other section or sections without any input from, or
12 even over the objection of, the districts in the smaller section or sections. This
13 enactment changes the RI Bylaws to require the agreement of a majority of
14 districts within each section in the zone before a zone can agree that the entire
15 zone should be represented on the nominating committee in a sectioned zone.
16 This will allow all districts in the sectioned zone to decide who will serve on the
17 nominating committee, but gives each section of the zone equal representation in
18 making this determination.

19
20 This proposed enactment would not affect non-sectioned zones.

21
22 In addition, this item updates the timeline for when the committee shall meet to
23 match section 11.020.14.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-20

To amend the process for selecting the member and alternate member of the nominating committee for director

Proposer(s): District 2140, Belgium

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

2

3 **Article 11 Nominations and Elections for Directors**

4

5 **11.020. Selection of Director-nominee and Alternate by Nominating Committee**
6 *Procedure.*

7

8 *11.020.1. General Provisions of Nominating Committee Procedure.*

9 Directors-nominee and alternates shall be selected by the nominating committee
10 procedure except in zones and sections of zones wholly within RIBI. Nominating
11 committees shall be constituted from the entire zone, except for zones that
12 include both districts within RIBI and districts not within RIBI, notwithstanding
13 any bylaw provisions or informal understandings which may limit the area within
14 the zone from which the candidate may be nominated. However, if there are two
15 or more sections in a zone, the committee shall be selected from only those
16 districts in the section(s) from which the director is to be nominated unless a
17 majority of ~~all districts in~~ districts in each separate section within the zone, by
18 resolutions adopted at their district conferences, agree to the selection from all
19 districts in the zone. ~~The procedure for making this determination shall be~~
20 ~~decided by the board. The board in its entirety shall be exclusively responsible for~~
21 determining the procedure for this vote.

22

23 For the agreement to be effective for the selection of a nominating committee, it
24 must be certified to the general secretary by the district governor by 1 March in
25 the year preceding the selection. The agreement shall be void if the districts
26 comprising the zone are changed, but shall otherwise remain in effect unless
27 rescinded by a majority of districts of the zone by resolution adopted at their
28 conferences and certified to the general secretary by the district governors.

(End of Text)

PURPOSE AND EFFECT

29 The proposed enactment to amend RI Bylaws subsection 11.020.1. would prevent
30 the larger section of a zone, or that section containing a majority of the zone's
31 districts, from eliminating its smaller (minority) counterpart by interfering with
32 the latter's efforts to select a preferred director and at the same time respecting

1 the minorities within the Rotary community. Such a situation arose in Zone 13
2 during Rotary year 2023-2024.

3
4 The effect of the amendment would be that the spirit of RI Bylaws subsection
5 11.010.5. is respected, and that each section of a zone could then elect its director,
6 without interference from a section containing more districts.

7
8 The principal modification, “unless a majority of districts in each separate section
9 within the zone [...] agree to the selection from all districts in the zone,”
10 fundamentally keeps with the Board’s decision regarding the dispute over
11 director selection in Zone 13 (February 2022 Board Meeting, Decision 74), which
12 reflects the wishes of RI’s 2020-2021 directors, its then president, Shekhar
13 Mehta, and the general secretary.

14
15 The second proposed modification provides that in order to make a final
16 determination, the Board “in its entirety shall be exclusively responsible for
17 determining the procedure for this a vote.” This will ensure that any resulting
18 decision is the result of proper deliberations taken by the Board as a full collegial
19 body, and that a single RI director cannot personally intervene in the procedure
20 to manipulate its outcome.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-21

To amend the process for selecting the member and alternate member of the nominating committee for director

Proposer(s): District 4730, Brazil

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

2

3 **Article 11 Nominations and Elections for Directors**

4

5 **11.020. Selection of Director-nominee and Alternate by Nominating Committee**
6 *Procedure.*

7

8 *11.020.1. General Provisions of Nominating Committee Procedure.*

9 Directors-nominee and alternates shall be selected by the nominating committee
10 procedure except in zones and sections of zones wholly within RIBI. Nominating
11 committees shall be constituted from the entire zone, except for zones that
12 include both districts within RIBI and districts not within RIBI, notwithstanding
13 any bylaw provisions or informal understandings which may limit the area within
14 the zone from which the candidate may be nominated. However, if there are two
15 or more sections in a zone, the committee shall be selected from only those
16 districts in the section(s) from which the director is to be nominated ~~unless~~ only
17 if a majority of all districts in the zone, by resolutions adopted at their district
18 conferences, agree to ~~the selection from all districts in the zone~~ this mode of
19 selection. The procedure for making this determination shall be decided by the
20 board.

21

22 For the agreement to be effective for the selection of a nominating committee, it
23 must be certified to the general secretary by the district governor by 1 March in
24 the year preceding the selection. The agreement shall be void if the districts
25 comprising the zone are changed, but shall otherwise remain in effect unless
26 rescinded by a majority of districts of the zone by resolution adopted at their
27 conferences and certified to the general secretary by the district governors.

(End of Text)

PURPOSE AND EFFECT

28 The purpose of this proposal is to ensure that the nominating committee is representative
29 of all the districts in the zone from which the director is to be selected. This will lend
30 legitimacy to the committee's official selection of the director as a representative of that
31 zone. The director shall be selected only by the districts of their zone or section of a zone,

- 1 only if the majority of the districts in the zone agree by means of a resolution approved at
- 2 their district conferences.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-22

To amend the composition of the nominating committee for president

Proposer(s): Board of Directors of RI

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

Article 10 Nominations and Elections for President

10.020. Nominating Committee for President.

10.020.3. 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, nor any aide to the president; and
- (c) a past director of RI or a past TRF trustee who has served in that role within the previous 10 years at the time of election. If no past director or past trustee is available for election or appointment as a member of the committee from a particular zone, a past director or past trustee who has served as a member of a standing committee provided for in article 17 within the previous 10 years shall be eligible for election or appointment. If no eligible past director or past trustee is available for election or appointment as a member of the committee from a particular zone, a past governor shall be eligible for election or appointment if that past governor served for at least one year as a member of a standing committee provided for in article 17 ~~or as a TRF trustee. ; and~~
- (d) limited to serving no more than three times on the committee.

10.030. Election of Members to the Nominating Committee for President.

10.030.1. Notification to Eligible Candidates.

Between 1 and 15 March, the general secretary asks all eligible past directors and past trustees whether they desire to be considered for membership on the committee. They must notify the general secretary before 15 April that they are willing and able to serve, or they will not be considered for the committee.

10.030.2. ~~One Eligible Past Director~~ Candidate in a Zone.

If there is only one eligible, willing, and able past director or past trustee from a zone, the president shall declare that ~~past director~~ candidate to be the member from that zone.

10.030.3. Two or More Eligible Past Directors from a Zone.

1 If there are two or more eligible, willing, and able past directors or past trustees,
2 the member and alternate member of the committee shall be elected in a club
3 ballot.

4
5 *10.030.3.1. Ballot Procedure.*

6 The general secretary shall prepare a single transferable ballot, with the names of
7 all eligible ~~past directors~~ candidates in alphabetical order. The general secretary
8 shall send a ballot with photographs and biographical statements of each ~~past~~
9 ~~director~~ candidate to each club in the zone by 15 May. The completed ballot shall
10 be returned to the general secretary at the World Headquarters by 15 June. The
11 number of a club's votes is determined by the formula in subsection 15.050.1.

12
13 *10.030.4. Balloting Committee Meeting.*

14 A balloting committee, appointed by the president, meets at a time, place, and
15 manner determined by the president to examine and count the ballots, no later
16 than 25 June. Within five days of meeting, the balloting committee shall certify
17 the balloting results to the general secretary.

18
19 *10.030.5. Declaration of Member and Alternate.*

20 The candidate receiving a majority of the votes is the member of the nominating
21 committee. The candidate receiving the second highest number of votes is the
22 alternate member of the committee serving only if the elected member is unable
23 to serve. The voting process for members and alternate members shall take into
24 account the second and subsequent preference choices when necessary. In the
25 event of a tie vote, the board shall appoint the member and alternate from the
26 candidates who received the tie vote.

27
28 *10.030.6. Vacancy.*

29 In the event of a committee vacancy, the new member shall be the most recent
30 ~~eligible~~ past director on 1 January from the zone who is willing and able to serve.

31
32 *10.030.7. Term.*

33 The member's one-year term shall commence on 1 July of the calendar year of
34 election. Any alternate called to serve on the committee shall serve for the
35 unexpired term of the member.

36
37 *10.030.8. Vacancy Not Provided for in Bylaws.*

38 The board shall appoint a member to fill any vacancy on the committee not
39 provided for in this section, preferably from a club in the same zone.

(End of Text)

PURPOSE AND EFFECT

40 This legislation seeks to amend the qualifications for serving on the Nominating
41 Committee for RI President. Currently, any past director is eligible to serve on the

1 committee regardless of when he or she served on the Board of Directors.
2 Consequently, some committee members have not been actively involved in
3 Rotary leadership for many years and may not be familiar with the candidates or
4 the important issues facing the organization. This proposal limits membership to
5 those past directors, and, if there are none in the zone, past governors, who have
6 served on the Board or on a key Rotary committee in the last decade. The
7 legislation also limits how many times any one Rotarian can serve, and opens up
8 membership to past Foundation Trustees who have not served as an RI director.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-23

To amend the qualifications for president

Proposer(s): Rotary Club of Seoul-Hansoo, District 3640, Korea

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

Article 6 Officers

6.050. Qualifications of Officers.

6.050.2. President.

A candidate for the office of president shall have served a full term as a director or as a TRF trustee before being nominated to serve as president, unless the board determines that service for less than a full term satisfies the intent of this provision.

Article 10 Nominations and Elections for President

10.010. Nominations for President.

No past president, ~~or~~ current board member, or current TRF trustee shall be nominated for president.

(End of Text)

PURPOSE AND EFFECT

This proposal aims to broaden the pool of eligible candidates for the position of RI president. Instead of limiting the selection to RI directors who have fulfilled their two-year terms, it suggests including Rotary Foundation Trustees who have completed their four-year terms. RI's current requirement restricting eligibility to directors may be based upon the belief that experience in this role is beneficial for effectively carrying out the responsibilities of an RI president. Additionally, it is thought that leadership experience within the zone contributes to the president's ability to fulfill their duties. Nevertheless, one might argue that Rotary Foundation Trustees also acquire valuable experience during their four-year tenure as Trustees, and that such experience applies with equal relevance to the functions of clubs and districts.

There can be no denying that The Rotary Foundation plays a pivotal role within RI by offering tangible assistance to clubs and districts and serving as a dynamic force behind the revitalization of clubs. We contend that four years of accumulated experience and engagement with The Rotary Foundation should

1 adequately equip individuals to serve in the principal leadership role of RI,
2 which, among other requirements, calls for “a positive and motivational leader
3 for Rotarians worldwide” (RI Bylaws subsection 6.020.1., President). Moreover,
4 we anticipate that candidates who are past Trustees will be quite capable of
5 presiding over international conferences, and of fulfilling the numerous other
6 responsibilities associated with this position.

7
8 The broadening of eligibility criteria will present a meaningful challenge to all
9 Rotarians, encouraging them to align their activities with the principles of
10 diversity, equity, and inclusion. This expansion would also serve as a
11 motivational catalyst, inspiring the revitalization of club and district activities.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-24

To revise the qualifications for president

Proposer(s): District 2000, Liechtenstein and Switzerland

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

2

3 **Article 6 Officers**

4

5 **6.050. Qualifications of Officers.**

6

7 **6.050.2. President.**

8 A candidate for the office of president shall have served a full term as a director
9 before being nominated to serve as president, unless the board determines that
10 service for less than a full term, or service as a governor and as a member of an RI
11 committee as listed in section 17.010., subsections (a) through (g), within the last
12 three years, satisfies the intent of this provision.

(End of Text)

PURPOSE AND EFFECT

13 By expanding the qualifications for the office of RI president to include other
14 significant roles within RI, we aim to broaden the pool of competent Rotarians
15 eligible for nomination. This amendment also paves the way for a more diverse
16 set of experiences and allows for the nomination of younger Rotarians to this
17 crucial role. Furthermore, this proposed enactment, if adopted, would empower
18 Rotary clubs to nominate Rotarians from sections that, due to the director
19 election process, can only nominate a director once every eight years.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-25

To amend the rules for selecting the president-nominee

Proposer(s): Rotary Club of Dourados, District 4470, Brazil
District 4590, Brazil

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

2

3 **Article 10 Nominations and Elections for President**

4

5 **10.050. Nomination by the Committee.**

6

7 10.050.1. *Best Qualified Rotarian.*

8 The committee shall meet and nominate the best qualified Rotarian from among
9 the list of past directors who have indicated they are willing to serve as president
10 regardless of their country of residence. However, the committee shall not
11 nominate candidates ~~from the same country of residence two years consecutively~~
12 whose country of residence is the same as that of the president, president-elect,
13 or immediate past president.

(End of Text)

PURPOSE AND EFFECT

14 Geographic diversity is an important value of Rotary, and this is reflected in RI's
15 presidential election model. The president serves as a global leader of RI and
16 simultaneously inspires leaders in his/her home region to meet Rotary challenges
17 in order to grow membership and increase funding for The Rotary Foundation.
18 Although they are global leaders, RI's presidents also motivate members to follow
19 Rotary's principles and work to meet challenges in their region.

20

21 The rotation of regions, countries, cultures, languages, and worldviews that
22 reflect the rich diversity of the Rotary world is essential. Rotary's policies should
23 reflect these values, allowing Rotary leadership to rotate around the globe, and
24 limiting the continued presence of presidential candidates from the same region
25 or country.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-26

To provide that candidates for president shall have in-person interviews

Proposer(s): District 4730, Brazil

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

Article 10 Nominations and Elections for President

10.050. Nomination by the Committee.

10.050.2. Committee Meeting.

The committee shall meet no later than 15 August at a time, place, and manner determined by the board. All candidates shall have an opportunity to be interviewed in person by the committee according to procedures set by the board.

(End of Text)

PURPOSE AND EFFECT

This enactment, if adopted, would formally reinstate the practice of in-person interviews for RI presidential candidates.

Such a practice must be preserved because:

1. The provision cited above allows that “All candidates shall have an opportunity to be interviewed by the committee,” thereby establishing the committee interview as a mandatory process according to RI’s own definition of the term “shall” per Article 14 of the RI Constitution:

Article 14 Interpretation

Throughout this constitution, the RI bylaws, and the standard club constitution, the words “shall,” “is,” and “are” are mandatory, and the words “may” and “should” are permissive...

2. Any dictionary of the English language defines an interview as a face-to-face activity. It is also important to note that this amendment would in no way preclude the use of written statements from the candidates as a means of evaluating their vision on important and current topics of our organization.

FINANCIAL IMPACT

- 1 This enactment would have a financial impact on RI which cannot be determined
- 2 at this time. The cost would be dependent on the number of candidates who had
- 3 in-person interviews and the cost of travel for each candidate. Additional costs
- 4 would also be incurred if the selection committee was required to meet for more
- 5 than one day to accommodate extra candidates being interviewed.

PROPOSED ENACTMENT 25-27

To amend challenges in the election process for directors and governors

Proposer(s): Board of Directors of RI

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

2 3 **Article 11 Nominations and Elections for Directors**

4
5 **11.020. Selection of Director-nominee and Alternate by Nominating Committee**
6 *Procedure.*

7
8 **11.020.21. Proposal of Challenging Candidates.**

9 Any club in the zone, or section, may propose a challenging candidate. The
10 challenging candidate must have been suggested to the nominating committee.
11 The name of the challenging candidate shall be submitted by a resolution of the
12 club adopted at a regular meeting. The resolution must be concurred to by a
13 majority of clubs in its district and one other district or, if its district is in more
14 than one zone, a majority of clubs in its district and one other district which are
15 in the same zone from which the director is to be nominated. The concurrence
16 shall be obtained at a conference or through a club ballot. The concurrence must
17 be certified to the general secretary by the district's governor. The resolution
18 must include a written statement from the challenging candidate that the
19 candidate is willing and able to serve, specific biographical material (on a form
20 prescribed by the board), and a recent photograph. The process must be
21 completed by 1 December in the relevant year, or the challenging candidate is not
22 eligible to contest the selection.

23 24 **Article 12 Nominations and Elections for Governors**

25
26 **12.030. Nominating Committee Process.**

27
28 **12.030.8. Concurrence to Challenges.**

29 The governor shall inform all clubs through a form prescribed by RI of any
30 challenging candidate and ask whether any club concurs with the challenge. In
31 order to concur, a club must adopt a resolution at a regular meeting and file it
32 with the governor by the date set by the governor. A valid challenge requires
33 concurrences by either:

34 (a) ~~10~~ 20 other clubs; or

35 (b) ~~20~~ 30 percent of the total number of clubs

36 which have been in existence for at least one year as of the beginning of that year

1 in that district, whichever is higher. A club shall concur with only one challenging
2 candidate.

(End of Text)

PURPOSE AND EFFECT

3 This proposed enactment would increase the threshold for being able to challenge
4 the selection of the RI director and district governor when the selection is made
5 by a nominating committee.

6
7 With regard to director elections, the current procedure whereby a club can
8 suggest a challenging candidate with the approval of only one-half of the clubs in
9 a district in the zone has led to complaints of unfairness in zones comprising
10 multiple countries. In practice, the selection of the Director Nominating
11 Committee can be easily overturned in a subsequent mail ballot by clubs in the
12 country in the zone with the most Rotarians, thus making it difficult for Rotarians
13 from smaller countries, even if they are selected by the Director Nominating
14 Committee, to serve as RI directors. The change would require concurrences
15 from at least half the club in two districts, rather than one.

16
17 With regard to governor elections, the ability to challenge the selection of the
18 nominating committee can cause election complaints, electioneering, and general
19 discontent in districts. The change would increase the number of concurring
20 clubs needed to raise a challenge. As the bylaws also permit districts to select
21 governors at the district conference or in a mail ballot, districts that wish to
22 continue to allow clubs to vote for the governor would not be affected by this
23 legislation as they have two other options they can still use.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-28

To provide that the Board may instruct a club to terminate the membership of a member or Rotaractor

Proposer(s): District 1160, Ireland and Northern Ireland

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

Article 3 Resignation, Suspension or Termination of Membership in RI

3.060. Termination of a Member or Rotaractor for Good Cause.

Clubs and Rotaract clubs should terminate the membership of members and Rotaractors for good cause when they cease to have the qualifications for membership. If a club fails to do so, the board may instruct the club to terminate the membership of the member or Rotaractor for good cause. The guiding principles for the decision on termination shall be article 4, section 2(a) of the RI constitution and the high ethical standards expected of a member or a Rotaractor. The board shall advise the member or Rotaractor that he or she has 30 days to show reason why he or she should not be terminated. The board may instruct the club to terminate the membership of the member or Rotaractor after the 30-day period if the member or Rotaractor has failed to provide adequate reason, in the board's judgment. Termination of the membership of the member or Rotaractor requires a two-thirds vote of the entire Board. The Board, in its discretion, may authorize RIBI to act on its behalf as to the membership of any member or Rotaractor in a club located in RIBI, in accordance with the procedures of this section.

*And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 13 Duration of Membership

Section 3 — Automatic Termination – RI Board. Membership shall automatically terminate when the RI Board instructs the club pursuant to the process in RI bylaws. Section 3.060.

(End of Text)

PURPOSE AND EFFECT

As Rotarians we hold ourselves to the highest standards of conduct. This is evidenced in our criteria for membership and enshrined in our Four Way Test.

1 We all know that, though rare, our fellow Rotarians and Rotaractors do not
2 always live up to these standards, but instead engage in disruptive or other bad
3 conduct. Bad conduct by even one individual can besmirch Rotary's reputation
4 and create difficulties in our clubs and districts. While, it is the obligation of the
5 member's club to take action to protect Rotary, experience has shown that clubs
6 are not always willing or able to do so. Unchecked bad behavior creates ongoing
7 disruption for Rotarians and Rotaractors in the district and other clubs in the
8 region.

9
10 Appeal is often taken by the district leadership or others in the area to the RI
11 Board for assistance. Unfortunately, while the RI Bylaws authorize the Board to
12 take action against clubs, the Board is not authorized act directly against the
13 individual's membership. The Board is left with the option of threatening to
14 revoke the charter of the club that retains the individual, an unwieldy process, or
15 simply taking no action at all, allowing the disruption to continue.

16
17 This proposed enactment would fix this problem by empowering the Board to
18 instruct a club to terminate the membership of individuals who engage in
19 egregiously bad behavior. This will lead to the automatic termination of the
20 member, and thereby help protect the image and operation of Rotary.

21
22 The standards for termination are based on the standards for membership in the
23 RI Constitution and the standards for termination found in the Standard Rotary
24 Club Constitution. Further, built into the proposed enactment are appropriate
25 due process controls to assure that the individual member has a right to present
26 their side of the situation.

FINANCIAL IMPACT

27 This enactment could have a financial impact on RI which cannot be determined
28 at this time. Cost would be dependent on the scope and extent of support
29 provided by the RI Board to accomplish this goal. Termination of membership
30 could result in increased legal expenses.

PROPOSED ENACTMENT 25-29

To provide for a uniform process for removing officers and committee members for cause

Proposer(s): Board of Directors of RI

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

Article 5 Board of Directors

5.010. Duties of the Board.

5.010.1. Purpose.

The board is responsible for doing whatever may be necessary for the furtherance of the purposes of RI, the attainment of the Object of Rotary, the study and teaching of its fundamentals, and the preservation and extension of RI's ideals, ethics, and unique features throughout the world.

5.010.2. Powers.

The board directs and controls the affairs of RI by:

- (a) establishing policy for the organization;
- (b) evaluating implementation of policy by the general secretary;
- (c) exercising control and supervision over all officers, officers-elect, officers-nominee, officers-nominee-designate, and RI committees; and
- (d) exercising other powers conferred by the constitution, the bylaws, and the Illinois General Not-for-Profit Corporation Act of 1986 and their amendments.

5.040. Suspension and Removal of Officers and Committee Members.

The president or board may remove suspend an officer, officer-elect, officer-nominee, officer-nominee-designate, or committee member for cause ~~after a hearing, which may include the inability to fulfill satisfactorily the duties and responsibilities of the office or position as provided in the bylaws. At least 60~~ days before the hearing, the board shall give the person to be removed notice of the charges and the time, place, and manner of the hearing, which shall be served in person or by other rapid means of communication. At the hearing, the person may be represented by counsel. Removal of the person requires a two-thirds vote of the entire board. The person suspended must be provided written notice of the suspension, including the basis for the suspension, and shall be given an opportunity to submit to the board, through the general secretary, any relevant information. After considering all pertinent information, the board shall, within one year of the date the suspension begins, either remove the person from office or position by a two-thirds vote or withdraw the suspension. The board may also exercise the powers in section 16.060.

1 A person removed from office shall not be considered a past officer. A vacancy in
2 any office or position shall be filled in accordance with the bylaws.

3 4 **Article 12 Nominations and Elections for Governors**

5 6 **12.080. Rejection ~~or~~ Suspension of Governor-nominee.**

7 8 ~~12.080.1. Failure to Meet Qualifications.~~

9 Any governor-nominee who does not meet the qualifications and requirements
10 shall be rejected and not presented by the general secretary to the convention for
11 election, unless excused by the board in accordance with sections 16.010. and
12 16.020.

13 14 ~~12.080.2. Suspension of Nomination.~~

15 ~~The board may suspend a nomination if it believes that the nominee would be~~
16 ~~unable to fulfill the duties and responsibilities of the office. The board shall~~
17 ~~inform the governor and nominee of the suspension and the nominee shall be~~
18 ~~given an opportunity to submit additional information. The board shall consider~~
19 ~~all pertinent circumstances including any information submitted by the nominee~~
20 ~~and either reject the nomination of the nominee by a two-thirds vote or withdraw~~
21 ~~the suspension.~~

22 23 ~~12.080.3. Rejection of Nominee.~~

24 ~~The general secretary shall advise the governor if the nominee has been rejected~~
25 ~~by the board. The general secretary shall provide reasons for the rejection, and~~
26 ~~the governor shall advise the nominee. If time permits, the governor shall~~
27 ~~conduct a club ballot to select another nominee for governor in accordance with~~
28 ~~the provisions of the bylaws. Otherwise, the nominee shall be selected in~~
29 ~~accordance with section 12.090.~~

30 31 **Article 16 Governors**

32 33 ~~16.050. Removal from Office.~~

34 ~~The president may remove a governor from office for cause if the president~~
35 ~~determines that the governor is not performing the duties and responsibilities~~
36 ~~sufficiently. The president shall advise the governor that he or she has 30 days to~~
37 ~~show reason why he or she should not be removed from office. The president may~~
38 ~~remove the governor from office at the end of the 30-day period if the governor~~
39 ~~has failed to provide adequate reason, in the president's judgment. A removed~~
40 ~~governor shall not be considered a past governor.~~

(Subsequent sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

- 1 The current bylaws provide multiple procedures for suspending or removing
- 2 officers for cause. It is recommended that there be one, uniform procedure for
- 3 suspending and removing RI officers, officers-elect, officers-nominee, officers-
- 4 nominee-designate, and committee members. The proposed enactment ensures
- 5 that individuals have an opportunity to provide information to the RI Board,
- 6 before it decides whether to remove the individual from office or position for
- 7 cause, or to withdraw the suspension.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-30

To amend the process for removing a governor for cause

Proposer(s): Board of Directors of RI

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

2

3 **Article 16 Governors**

4

5 **16.050. Removal from Office.**

6 The president may remove a governor from office for cause if the president
7 determines that the governor is not performing the duties and responsibilities
8 sufficiently. The president shall advise the governor that he or she has 30 days to
9 show reason why he or she should not be removed from office. The president may
10 suspend the governor from serving as governor during this period. The president
11 may remove the governor from office at the end of the 30-day period if the
12 governor has failed to provide adequate reason, in the president's judgment. A
13 removed governor shall not be considered a past governor.

(End of Text)

PURPOSE AND EFFECT

14 This legislation seeks to permit the RI president to be able to suspend a governor
15 from serving while they are in the process of being removed. In rare instances, a
16 governor's actions are so egregious that it is necessary to prevent them from
17 taking any further action as governor.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-31

To provide that at least three and no more than four Trustees shall be past RI presidents

Proposer(s): Board of Directors of RI

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

2

3 **Article 22 The Rotary Foundation**

4

5 **22.020. Trustees.**

6 There shall be 15 trustees, each nominated by the president-elect and elected by
7 the board in the year before taking office. ~~Four~~ At least three and no more than
8 four trustees shall be past RI presidents. All trustees shall satisfy the
9 qualifications in TRF's bylaws. In the event of a vacancy, a new trustee shall be
10 nominated by the president and elected by the board to complete the term. The
11 terms of the trustees shall be four years. Trustees may be reelected and shall
12 serve without compensation.

(End of Text)

PURPOSE AND EFFECT

13 Currently, the RI Bylaws require that four of the 15 Foundation Trustees must be
14 past RI presidents. If a past president is unable to serve or complete their term on
15 the Board of Trustees, a replacement must be found from among the very limited
16 pool of non-Trustee past presidents. The proposed amendment would allow at
17 least three, but no more than four, past RI presidents to serve as Trustees at any
18 given time. This would allow the Board greater flexibility in determining the
19 composition of the Trustees.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-32

To provide that at least two and no more than four Trustees shall be past RI presidents

Proposer(s): District 1910, Austria and Bosnia and Herzegovina

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

2

3 **Article 22 The Rotary Foundation**

4

5 **22.020. Trustees.**

6 There shall be 15 trustees, each nominated by the president-elect and elected by
7 the board in the year before taking office. ~~Four~~ At least two but no more than four
8 trustees shall be past RI presidents. The composition of the trustees should
9 reflect the geographical distribution of members. All trustees shall satisfy the
10 qualifications in TRF's bylaws. In the event of a vacancy, a new trustee shall be
11 nominated by the president and elected by the board to complete the term. The
12 terms of the trustees shall be four years. Trustees may be reelected and shall
13 serve without compensation.

(End of Text)

PURPOSE AND EFFECT

14 In the past, the composition of the Board of Trustees of The Rotary Foundation
15 has not always reflected the geographical distribution of members.

16

17 However, experience shows that respect for regional differences is a prerequisite
18 for the success of the Foundation. Without an adequate distribution of the
19 Trustees (comparable to that of the RI directors), the requirement that Regional
20 Rotary Foundation Coordinators and endowment/major gift advisors should
21 work closely with the Trustees can hardly be met in certain regions as there is
22 simply not the capacity to do so. Freedom of choice is also severely restricted by
23 the requirement that four Trustees be past RI presidents. The proposed
24 amendment will ensure that the Foundation is more representative of all regions
25 and will provide more flexibility when selecting the most capable candidates.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-33

To make magazine subscriptions optional

Proposer(s): District 4740, Brazil
District 4590, Brazil

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

2 3 **Article 21 Official Magazine**

4 5 **21.020. Subscription Prices.**

6 7 **21.020.1. *Required Subscription.***

8 ~~Each member shall be a paid~~ Each member may choose to be a subscriber to the
9 official magazine or to a Rotary magazine approved for that club by the board for
10 the duration of their membership. Two Rotarians residing at the same address
11 may subscribe jointly to an official magazine. The board shall determine the
12 subscription price of all editions of the official magazine. Clubs shall collect the
13 subscription fee and forward it to RI. Each ~~member~~ subscriber may choose either
14 a printed or (where available) electronic copy. The board may excuse a club from
15 complying with this section if its members are not literate in any of the languages
16 of the official magazine or the Rotary magazine approved by the board for the
17 club.

18
19 *And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

20 21 **Article 15 Rotary Magazines**

22 **Section 1 — *Mandatory Optional Subscription.*** ~~Unless this club is excused by~~
23 ~~the RI board of directors, each member shall subscribe to an official magazine.~~
24 Each member may choose to be a subscriber to an official magazine. Two
25 Rotarians who reside at the same address may subscribe jointly to an official
26 magazine. The subscription fee shall be paid on the dates set by the board for
27 the payment of per capita dues for the duration of membership in this club.

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

(End of Text)

PURPOSE AND EFFECT

31 Traditionally, official Rotary magazines have served as an integral part of the
32 communications network used by RI's president and Board of Directors to keep

1 Rotarians informed and to promote Rotary initiatives. Around the world,
2 Rotarians have used magazines to exchange ideas and information. However, the
3 world has changed. In today's world, people and organizations, including Rotary
4 itself, are more inclined to use digital media for their everyday communication
5 needs. This has principally to do with the fact that online publication tools are
6 considerably more efficient and economical to use, with Rotarians receiving
7 information in a timely manner and at a significantly lower cost. RI has long used
8 digital channels such as blogs, e-newsletters, and social media to communicate,
9 and currently disseminates information through its website. Consequently, much
10 of the material published in the magazines is similar to that already offered in a
11 digital format and has therefore lost a great deal of its appeal for Rotary
12 subscribers. In addition, RI has recently added a seventh area of focus, the
13 environment. A reduced print run of *Rotary* and related magazines would help
14 mitigate the negative environmental impact of paper use, which starts with
15 cutting down trees and leads to the manufacture and consumption of paper in
16 excessive quantities.

FINANCIAL IMPACT

17 This enactment would result in a substantial decrease in net revenues for the
18 *Rotary* magazine which cannot be determined at this time. Reduction in
19 revenues would depend on the number of Rotarians who opt to subscribe to the
20 *Rotary* magazine.

21
22 The *Rotary* magazine network, including the official RI magazine and regional
23 magazines, is solely supported by subscription fees and serves as an important
24 tangible benefit for Rotary members. The current mandatory subscription offers
25 financial protection for Rotary magazines.

26
27 RI has operated the official RI magazine since 1911. If we lose one third to half of
28 the subscribers, it would not be possible for the publication to operate because
29 reduced circulation would increase the unit cost of each magazine and make it
30 less attractive for advertisers.

31
32 There are 33 licensed magazines that inform members. Since the *Rotary*
33 magazine provides content for the regional magazines, this could also affect the
34 operations of the regional magazines.

35
36 Revenues and expenses for regional magazines are not recorded by RI. However,
37 the financial impact of this enactment could be more severe because their base
38 subscriptions are small. A loss of 35 to 50 percent in revenue could substantially
39 impair their operations.

40
41 Based on the 2024-2025 forecast for 372,000 subscribers to the official RI
42 magazine:

- 2024-25 revenues are forecast at US\$6.9 million
- 2024-25 direct expenses are forecast at US\$5.7 million (primarily for paper, printing, postage, and editorial staffing)
- 2024-25 indirect expenses are forecast at US\$600,000

Indirect expenses include staffing expenses in other areas in the communications group and other Secretariat areas.

If the enactment results in a 50 percent reduction in subscriptions, the revenue for 2024-25 would be US\$3.45 million, the direct expenses would be approximately \$4.1 million, and the indirect expenses will remain unchanged at US\$600,000, with a deficit of up to US\$1.35 million.

PROPOSED ENACTMENT 25-34

To amend the provisions for supervision through a pilot project

Proposer(s): District 4730, Brazil

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

Article 14 Administrative Groups and Administrative Territorial Unit

14.030. Supervision Through a Pilot Project.

The board may establish pilot projects as a method of supervision of clubs subject to approval by all impacted districts. Only clubs located within RIBI and/or within a zone that includes Australia or New Zealand can be included in a pilot project. The board may establish the governance rules and procedures for ~~such~~ the involved districts not in accordance with sections:

- (a) 7.020. and 7.030. (Proposing and Endorsing Legislation);
- (b) 8.030. and 8.040. (Proposing and Endorsing Resolutions);
- (c) 15.020. - 15.060. (District Meetings and District Fund); and
- (d) 16.030. (Duties of a Governor).

(End of Text)

PURPOSE AND EFFECT

The purpose of this enactment is to allow the RI Board to test new and more modern methods of club supervision that increase administrative efficiency and expand the representation and legitimacy of the positions held within the district governance structure.

The current governance structure was implemented more than 80 years ago, at a time when there were no reliable communications systems in place, and has not undergone any significant modifications since that time.

This enactment will allow the Board to test new models of governance, facilitating their adaptation to regional needs and cultures, while also ensuring that they are sufficiently flexible in the services they provide. The development of such models also has the potential to positively impact the training and development of new Rotary leaders.

FINANCIAL IMPACT

This enactment would have no substantial financial impact on RI.

PROPOSED ENACTMENT 25-35

To amend the criteria for determining the composition of zones

Proposer(s): Board of Directors of RI

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

2 **Article 11 Nominations and Elections for Directors**

3 **11.010. Nominations for Directors by Zones.**

4 **11.010.1. Number of Zones.**

5 The world shall be divided into 34 zones ~~that are approximately equal in number~~
6 ~~of Rotarians~~, as determined by the board. In determining zone boundaries, the
7 board may consider geographical, language, cultural, or other factors it deems
8 important.

9 **11.010.3. Periodic Review of Zone Boundaries.**

10 The board shall review the composition of the zones at least every eight years ~~to~~
11 ~~maintain an approximately equal number of Rotarians in each zone.~~ The board
12 may also undertake, as necessary, interim reviews for the same purpose.

13 ~~**11.010.4. Realignment of Zones.**~~

14 Any new alignments can be made by the board.

(End of Text)

PURPOSE AND EFFECT

20 Although they were initially created as a means to elect RI directors, zones are
21 now used for many other purposes, including meetings, volunteer appointments,
22 and pilot programs.

23
24 Currently, when determining zone boundaries, the Board is only permitted to
25 consider the number of Rotarians in the zone and ensure that every zone has an
26 approximately equal number of Rotarians. This enactment recognizes the
27 evolving purpose of zones by allowing the Board to consider factors other than
28 the number of Rotarians when determining zone boundaries. While the number
29 of Rotarians would remain an important consideration, this enactment would
30 also allow the Board to consider things like language, culture, history, and
31 geography of the regions. It could also allow the Board to consider zone boundary
32 suggestions developed by different regions of the world that might be larger or
33 smaller in number of Rotarians than the average zone. If more flexible criteria are

- 1 adopted, the Board would also have the ability to keep together groups of
- 2 Rotarians who have developed relationships over years, rather than changing
- 3 boundaries solely because membership numbers have changed.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-36

To amend the diversity of membership clauses

Proposer(s): Rotary Club of Suntec City, District 3310, Brunei, Malaysia, and Singapore

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

Article 4 Membership in Clubs

4.070. Diversity of Membership.

Each club or Rotaract club shall endeavor to build a well-balanced membership that celebrates diversity, equity, and inclusion. No club or Rotaract club, regardless of when it joined RI, may in any way limit membership due to sex, gender, race, color, creed, national origin, or sexual orientation, or impose any membership condition not specifically allowed by the RI constitution or bylaws. Any membership provision or condition in conflict with this section is null, void, and without effect.

*And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 9 Club Membership Composition

Section 2 —Diverse Club Membership. This club’s membership should represent a cross section of the businesses, professions, occupations, and civic organizations in its community, including age, sex, gender, and ethnic diversity.

(End of Text)

PURPOSE AND EFFECT

RI recognizes the importance of Rotary and Rotaract clubs building robust and vibrant memberships that embrace diversity, equity, and inclusion (DEI). While these clubs commit to DEI, there is a notable omission in the current constitutional documents’ formulations regarding sex, leading to the existence of single-sex clubs.

There are distinctions between sex and gender.

Sex is assigned at birth based on physical and physiological characteristics such as genitalia, chromosomes, and reproductive organs, typically categorized as male or female. However, it’s essential to note that not all individuals fit neatly into these binary categories, and there is biological diversity.

1 Gender refers to the roles, behaviors, activities, expectations, and societal norms
2 associated with being male or female in a particular culture or society. It is a
3 social and cultural construct that varies across communities and historical
4 periods. Gender identity is an individual's internal sense of their gender, which
5 may or may not align with the sex assigned to them at birth. Gender recognizes a
6 spectrum beyond the binary.

7
8 A genuine commitment to DEI requires acceptance of both gender identities and
9 biological sexes. Some Rotary and Rotaract clubs remain exclusively for men or
10 women, which is inconsistent with Rotary's commitment to DEI. Encouraging
11 clubs to accept members of all gender identities and biological sexes is an
12 essential component of Rotary's commitment to DEI.

13
14 Rotary and Rotaract clubs must not only recognize the diversity of gender
15 identities but also include both biological sexes in their memberships to align
16 with the principles of diversity, equity, and inclusion.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-37

To provide for the non-political nature of RI

Proposer(s): Rotary Club of Cairo New Town, District 2451, Egypt

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

Article 26 Community, National, and International Affairs

26.010. Proper Subjects.

The merits of any public question involving the general welfare of a community, nation, and the world are of concern to the members of RI and shall be proper subjects of fair and informed study and discussion at RI meetings for the enlightenment of its members in forming their individual opinion. However, RI shall not express an opinion on any pending controversial public measure.

26.020. No Endorsements.

RI shall not endorse or recommend any candidate for public office and shall not discuss at any RI meeting the merits or demerits of any such candidate.

26.030. Non-Political.

26.030.1. Resolutions and Opinions.

RI shall neither adopt nor circulate resolutions or opinions and shall not take action dealing with world affairs or international policies of a political nature.

26.030.2. Appeals.

RI 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.

(End of Text)

PURPOSE AND EFFECT

The purpose of this enactment is to preserve the original purpose of Rotary and unify all members and sub-entities by defining the proper subjects of Rotary as those that involve the welfare of communities, nations, and the world, while excluding from Rotary's consideration any controversial subjects that cause division and divert focus from the aims of our organization.

The enactment is also to bring RI's constitutional documents closer in line with its Code of Policies, which addresses this issue of religious and political

1 neutrality, as well as its non-engagement in opinions concerning pending
2 controversial public measures. The added provisions explicitly provide that RI
3 shall neither endorse candidates for public office nor discuss their merits or
4 demerits at any meeting, nor shall it adopt or circulate resolutions, opinions or
5 appeals that are of a political nature, or take action dealing with world affairs or
6 international policies.

7
8 The proposed article is similar to one recommended by RI to Rotary clubs
9 worldwide but has been adapted for the general applicability to RI, rather than
10 clubs.

11
12 The enactment would bring the organization, its members, and clubs closer
13 together in serving its purposes, promoting further healthy growth, and diversity.
14 It would also, and most importantly, set RI as the epitome of what it advocates
15 currently for clubs.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-38

To amend the voting requirements at RI Board meetings

Proposer(s): Rotary Club of Itajaí, District 4652, Brazil

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

2

3 **5.060. Board Meetings.**

4

5 **5.060.2. Quorum.**

6 A majority of the board is a quorum, ~~except when the RI constitution or bylaws~~
7 ~~require a larger vote.~~

8

9 **5.060.3. Board Decisions.**

10 Any decision of the board must be by a two-thirds vote of those present and
11 voting, except when the RI constitution or bylaws require a larger vote.

(Subsequent subsections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

12 This proposal amends section 5.060. of the RI Bylaws by changing the voting
13 required to approve any and all decisions to a two-thirds majority. By making
14 such a change, this proposal hopes to bring a greater degree of thoughtfulness
15 and deliberation into the decision-making process, which has a significant impact
16 on the entire Rotary world.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-39

To amend the process for appealing a Board decision

Proposer(s): Board of Directors of RI

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

Article 5 Board of Directors

5.030. Appeal of Board Decisions.

Board decisions may only be appealed to the representatives of the council on legislation, under rules set by the board. Any club, with the concurrence of at least ~~24~~ 50 other clubs, may appeal by writing the general secretary within four months after a board decision. At least half the concurring clubs must be in at least two districts other than that of the appealing club. The appeal shall be by a resolution adopted at a regular club meeting, certified by the president and secretary. Within 90 days of receipt, the general secretary shall hold a vote of the council representatives. The only question for the representatives is whether the decision of the board should be sustained. ~~If, however, an appeal is received by the general secretary within three months before the next regularly scheduled meeting of the council on legislation, the appeal shall be submitted to the council on legislation to decide whether the decision of the board should be sustained.~~

(End of Text)

PURPOSE AND EFFECT

This enactment amends the process for appealing a Board decision. The right to appeal a Board decision has always been in the constitutional documents, though the current appeal process has been in place since 1992, where a club filing an appeal must also have 24 concurring clubs, of which half must be outside of the club's district. In 2007, it was also added that any appeals received within three months before the Council on Legislation, would be decided at the COL meeting.

Council representatives now consider resolutions and enactments electronically. Therefore, there is no need to wait to bring an appeal to the Council on Legislation, when they can simply consider the appeal online. Additionally, the RI Board is responsible for taking decisions that are necessary for the furtherance of the purposes of RI, thus it should not be too simple for clubs to appeal those decisions. Setting a higher number of clubs needed to concur with an appeal helps to ensure that appeals are only considered when necessary.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-40

To provide Council representatives with relevant materials during the appeal of a Board decision

Proposer(s): District 5340, USA

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

Article 5 Board of Directors

5.030. Appeal of Board Decisions.

Board decisions may only be appealed to the representatives of the council on legislation, under rules set by the board. Any club, with the concurrence of at least 24 other clubs, may appeal by writing the general secretary within four months after a board decision. At least half the concurring clubs must be in districts other than that of the appealing club. The appeal shall be by a resolution adopted at a regular club meeting, certified by the president and secretary. Within ~~90~~ 120 days of receipt, the general secretary shall hold a vote of the council representatives. The only question for the representatives is whether the decision of the board should be sustained. If, however, an appeal is received by the general secretary within ~~three months~~ 120 days before the next regularly scheduled meeting of the council on legislation, the appeal shall be submitted to the council on legislation to decide whether the decision of the board should be sustained. Relevant materials that were presented to the board at the time of its decision shall be made available to council representatives prior to the vote. The Board may redact any information it considers private or confidential.

(End of Text)

PURPOSE AND EFFECT

When a Board decision is appealed, Council representatives are asked to vote upon whether the decision of the Board should be sustained, and for this purpose they are provided with a copy of the Board decision, rules of procedure, a position statement from the appellant club, and a position statement from the RI Board. These two one-page position statements only briefly summarize the arguments of both sides, however, and may therefore be insufficiently detailed for an informed decision.

During much of this process, the RI Board has in its possession a great deal more information, possibly including the recommendations of a review committee, which is also authorized to gather material relevant to the appeal.

1 Without the inclusion of language specifically authorizing the release of such
2 material in the RI Bylaws, however, RI staff is unable to provide the additional
3 material to Council representatives, a problematic situation that arose during the
4 appeal voted upon in February 2023.

5
6 The purpose of this enactment is to ensure that such information is made
7 available in the future to Council representatives, who can then make an
8 informed decision on appeals of decisions taken by the RI Board.

9
10 It should also be noted that it is recommended that the voting deadline for
11 appeals be extended from 90 to 120 days, to allow extra time for the translation
12 of any additional materials.

FINANCIAL IMPACT

13 This enactment could have a financial impact on RI which cannot be determined
14 at this time. Cost would be dependent on the scope and extent of support
15 provided by the RI Board to accomplish this goal.

PROPOSED ENACTMENT 25-41

To provide that disputes must be appealed to the Council on Legislation to exhaust all remedies in the constitutional documents

Proposer(s): Board of Directors of RI

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

Article 3 Resignation, Suspension or Termination of Membership in RI

3.020. Board Discipline, Suspension, or Termination of a Club or Rotaract Club.

3.020.1. Suspension or Termination.

The board may suspend or terminate a club or Rotaract club that:

- (a) fails to pay its dues or other financial obligations to RI or required levy to the district fund;
- (b) retains a member or Rotaractor who misuses TRF funds or who otherwise breaches TRF's stewardship policies;
- (c) initiates or maintains, or retains a member or Rotaractor who initiates or maintains, litigation against RI, TRF, or the district, including their directors, trustees, officers, agents, and employees, before exhausting all remedies in the constitutional documents and any district written rules; or
- (d) fails to appropriately address any youth-protection allegations against a member or Rotaractor in connection with Rotary-related youth programs.

Article 5 Board of Directors

5.030. Appeal of Board Decisions.

Board decisions may only be appealed to the representatives of the council on legislation, under rules set by the board. Any club, with the concurrence of at least 24 other clubs, may appeal by writing the general secretary within four months after a board decision. At least half the concurring clubs must be in districts other than that of the appealing club. The appeal shall be by a resolution adopted at a regular club meeting, certified by the president and secretary.

Within 90 days of receipt, the general secretary shall hold a vote of the council representatives. The only question for the representatives is whether the decision of the board should be sustained. If, however, an appeal is received by the general secretary within three months before the next regularly scheduled meeting of the council on legislation, the appeal shall be submitted to the council on legislation to decide whether the decision of the board should be sustained. If a club or a Rotarian fails to follow and exhaust the appeal procedure, including appealing to the council on legislation, before seeking the intervention of any non-Rotary

1 agency or other dispute resolution system, the board may take appropriate action
2 pursuant to subsection 3.020.1.(c).

3 4 **Article 13 Conduct and Review of Elections**

5 6 **13.030. Election Review Procedures.**

7 8 **13.030.5. Completion of Election Review Procedure.**

9 The election review procedure in the bylaws is the exclusive method to contest
10 the right to an elective office or the result of an RI election. If a Rotarian
11 candidate or a club acting for a candidate does not follow and ~~complete~~ exhaust
12 the election review procedure before seeking the intervention by any non-Rotary
13 agency or other dispute resolution system, the Rotarian candidate shall be
14 disqualified from the election in question and from contesting any elective office
15 of RI for a period determined by the board. If a club or a Rotarian fails to follow
16 and ~~complete~~ exhaust the election review procedure and the appeal of board
17 decision procedure in section 5.030. before seeking the intervention of any non-
18 Rotary agency or other dispute resolution system, the board may take
19 appropriate action pursuant to subsection 3.020.1.(c).

20 21 **Article 24 Arbitration and Mediation**

22 23 **24.010. Mandatory Mediation or Arbitration.**

24 Any dispute between the current or former member(s) of a club and a district, RI,
25 or an RI officer, on any account whatsoever that cannot be settled amicably,
26 except a board decision, shall, upon a disputant's request to the general secretary,
27 be resolved by mediation or, if mediation fails, by arbitration. A request must be
28 made in writing within 60 days after the occurrence of the dispute. Within 90
29 days after receiving the request, the board shall set the time, place, and manner
30 of the mediation. Board decisions are not subject to mediation or arbitration and
31 may only be appealed pursuant to section 5.030.

(End of Text)

PURPOSE AND EFFECT

32 This legislation is to clarify when the board may terminate a club in cases where
33 litigation has been initiated before exhausting remedies available to the club or
34 Rotary member. Board decisions may be appealed only to the Council on
35 Legislation and are not subject to mediation or arbitration. The appeal procedure
36 must be completed before initiating or maintaining litigation against RI. In
37 addition, if the district rules provide a remedy, the club or Rotary member must
38 exhaust that remedy before initiating or maintaining litigation against the
39 district.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-42

To amend the requirements for suspending or terminating a club or Rotaract club

Proposer(s): Board of Directors of RI

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

Article 3 Resignation, Suspension or Termination of Membership in RI

3.020. Board Discipline, Suspension, or Termination of a Club or Rotaract Club.

3.020.1. Suspension or Termination.

The board may suspend or terminate a club or Rotaract club that:

- (b) misuses TRF funds or that otherwise breaches TRF's stewardship policies,
or retains a member or Rotaractor who misuses TRF funds or who
otherwise breaches TRF's stewardship policies;

(End of Text)

PURPOSE AND EFFECT

The current RI Bylaws authorize the Board to suspend or terminate a club or Rotaract club that “retains a member or Rotaractor who misuses TRF funds or who otherwise breaches TRF’s stewardship policies.” However, the bylaws do not specifically authorize the Board to suspend or terminate a club that, itself, breaches the Foundation’s stewardship policies. It is recommended that the Board should have authority to suspend or terminate a club if the club breaches the Foundation’s stewardship policies or retains in its membership an individual who breaches the Foundation’s stewardship policies.

FINANCIAL IMPACT

This enactment would have no substantial financial impact on RI.

PROPOSED ENACTMENT 25-43

To provide qualifications for the general secretary

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

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

2

3 **Article 6 Officers**

4

5 **6.050. Qualifications of Officers.**

6

7 6.050.3. General Secretary.

8 A candidate for the office of general secretary shall have served a full term as

9 governor or have equivalent experience as determined by the board.

(End of Text)

PURPOSE AND EFFECT

10 The responsibilities of the general secretary are diverse, requiring a thorough
11 knowledge and experience of the Rotary world.

12

13 RI officers currently require past Rotary office experience as a qualification.
14 District governors, for example, must first have served as club presidents, and
15 directors as governors. As the chief executive officer of RI, the general secretary
16 should possess qualifications similar to those of the directors.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-44

To amend the compensation process for the general secretary

Proposer(s): District 2650, Japan

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

2

3 **Article 6 Officers**

4

5 **6.110. Compensation of Officers.**

6 The general secretary shall be the only officer to receive compensation, ~~as set by~~
7 ~~the board.~~ The amount of such compensation shall be determined by the board,
8 with reference to the compensation received by officers of other international
9 organizations. There shall be no payments, including any expressions of
10 appreciation, honoraria or similar payments, to any other officer or the
11 president-nominee, other than reimbursement of reasonable, documented
12 expenditures as authorized by the board's expense reimbursement policy.

(End of Text)

PURPOSE AND EFFECT

13 RI is a global non-profit service organization whose finances derive primarily
14 from the dues of Rotary members worldwide. Therefore, any process used to
15 determine the amount of compensation provided to its officers should be
16 transparent to Rotary's membership. As an open practice, this would also seem to
17 be in keeping with RI's policy regarding diversity, equity, and inclusion.

18

19 Under the amended provision, such compensation is to use as its reference the
20 compensation of officers in other comparable, international organizations.

FINANCIAL IMPACT

21 This enactment would have no substantial financial impact on RI. Currently, the
22 compensation received by the general secretary is reviewed annually
23 by the Executive Committee of the Board and compared to the compensation
24 received by officers of other international organizations.

PROPOSED ENACTMENT 25-45

To provide that the general secretary may be re-elected twice

Proposer(s): Rotary Club of Tokyo Adachi, District 2580, Japan

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

2

3 **Article 6 Officers**

4

5 **6.040. Election and Term of General Secretary.**

6 The board elects a Rotarian as general secretary for a term of not more than five
7 years. The election takes place by 31 March in the final year of the term or if a
8 vacancy occurs. The new term begins 1 July, unless the board sets a different date
9 following the election. The general secretary may be re-elected twice.

(End of Text)

PURPOSE AND EFFECT

10 Currently, RI Bylaws section 6.040. (Election and Term of General Secretary)
11 provides that the general secretary may serve for a term of not more than five
12 years and may be re-elected. In practical terms, therefore, the general secretary
13 can be seen to have semi-permanent status as an officer of RI, to serve over a long
14 period of time through repeated re-election. The general secretary is RI's chief
15 executive officer (RI Bylaws subsection 6.020.3.) and, as such, holds a position of
16 authority within the organization.

17

18 Responsibility for oversight and direction of the general secretary rests with the
19 RI Board. Yet, though it serves as RI's principle governing body, the Board is
20 composed of individual directors whose two-year terms (RI Bylaws subsection
21 5.080.1.) make it difficult for them to exercise guidance and supervision over the
22 general secretary in any consistent manner.

23

24 Under the RI Bylaws provisions cited above, therefore, RI has made it possible
25 for a single person to occupy the position of general secretary for many years at a
26 time, thus consolidating the position's power and authority in such a way that it
27 can easily be abused, and thereby giving rise to a circumstance in which the
28 affairs of RI cannot be administered in a transparent, fair, and equitable manner.

29

30 It is expected that by imposing firm limits upon the term of office of the general
31 secretary, RI will be able to ensure that its affairs are managed in a transparent,
32 fair, and equitable manner by any holder of that office. This will also create

- 1 optimal conditions for the appointment of new persons when necessary,
- 2 contributing to the necessary revitalization of the management structure.

FINANCIAL IMPACT

- 3 This enactment could have a financial impact on RI which cannot be determined
- 4 at this time. Cost would be dependent on the scope and extent of support
- 5 provided by the RI Board to accomplish this goal. If the RI Board were to utilize
- 6 an executive search firm to assist in the process of retaining a general secretary,
- 7 the cost would be in the range of US\$100,000 to US\$150,000 at current market
- 8 rates.

PROPOSED ENACTMENT 25-46

To limit the general secretary to serving a maximum of two terms or ten years

Proposer(s): Rotary Club of Nagasaki Chuo, District 2740, Japan
Rotary Club of Saga South, District 2740, Japan

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

2

3 **Article 6 Officers**

4

5 **6.040. Election and Term of General Secretary.**

6 The board elects a Rotarian as general secretary for a term of not more than five
7 years. The election takes place by 31 March in the final year of the term or if a
8 vacancy occurs. The new term begins 1 July, unless the board sets a different date
9 following the election. The general secretary may be re-elected. The general
10 secretary may serve no more than two terms or ten years in total.

(End of Text)

PURPOSE AND EFFECT

11 The general secretary is RI's chief executive officer, "responsible solely for the
12 supervision of the secretariat staff" (RI Bylaws subsection 6.020.3.), and, as such,
13 holds a position of unchallenged authority within the organization. This
14 sovereign impression is underscored by the term of office associated with the
15 position, which RI can extend indefinitely through repeated reappointment. In
16 comparison, other officers, such as the RI president, directors, and Trustees, have
17 fixed term lengths.

18

19 No matter how talented and competent a person may be as an individual, it is
20 inappropriate for such a person to maintain uninterrupted control over one role
21 or position within any organization for too great a length of time. The negative
22 consequences of concentrating power and authority in a single, open-ended
23 position are readily observed in the general historical record. Therefore, the
24 general secretary must be subject to a set term limit.

FINANCIAL IMPACT

25 This enactment could have a financial impact on RI which cannot be determined
26 at this time. Cost would be dependent on the scope and extent of support
27 provided by the RI Board to accomplish this goal. If the RI Board were to utilize
28 an executive search firm to assist in the process of retaining a general secretary,

- 1 the cost would be in the range of US\$100,000 to US\$150,000 at current market
- 2 rates.

PROPOSED ENACTMENT 25-47

To amend the process for determining per capita dues

Proposer(s): Board of Directors of RI

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

Article 18 Fiscal Matters

18.030. Dues.

18.030.1. Per Capita Dues.

Each club pays per capita dues to RI for each member as determined by the board. ~~follows: US\$35.50 per half year in 2022–23, US\$37.50 per half year in 2023–24, US\$39.25 per half year in 2024–25, and US\$41.00 per half year in 2025–26, and thereafter. The dues shall remain constant until changed by the council on legislation.~~

(End of Text)

PURPOSE AND EFFECT

This legislation seeks to allow the RI Board to set dues on an annual basis. To adapt to economic realities and follow best practices for setting of dues, the RI Board must have the ability to set dues on an annual basis.

Setting dues on a three-year cycle is not standard for membership organizations; an annual cycle is considered a best practice for the review and setting of dues. Several unintended consequences result from this three-year cycle.

Lack of Alignment: Because dues are determined on a three-year cycle, and financial projections are based on an annual cycle, accommodating this lack of alignment requires striving to anticipate global conditions before they occur. Sudden and unexpected changes, such as the COVID pandemic, make forecasting in a volatile global environment extremely challenging.

Inflation-increased Costs: Inflation rates throughout the world over the past few years created budgeting issues that were not within the organization's control. These higher levels of inflation significantly increased RI's operating expense base. While inflation has decreased more recently, the fact remains it is unpredictable.

1 **Investments in Rotary's Future:** Keeping our global network reliable
2 requires accelerating member-enhancing initiatives, such as our investments in
3 technology and our regionalization pilots. This requires an agility in cost
4 estimation and financial investments that cannot be achieved in the current
5 three-year cycle.

6
7 **Fluctuations in Rotary's Membership:** Membership levels have changed
8 over the past 10 years, and the ability to estimate membership three years in
9 advance creates complexities that inhibit both membership-enhancing
10 investments in Rotary and additional revenue opportunities.

11
12 Permitting the RI Board to set dues annually would align it with the budget
13 processes and diminish the possibility of revenue shortfalls and budget deficits.

FINANCIAL IMPACT

14 This enactment would contribute to Rotary's continued financial strength by
15 enabling the RI Board to adapt to current economic realities and business needs
16 on an annual basis.

17
18 The per capita dues would be set annually by the Board based on the most
19 current information for inflation, investment opportunities in Rotary, fluctuation
20 in Rotary's membership, and other extraordinary circumstances outside of
21 Rotary's control.

22
23 Rotary continually investigates opportunities to reduce costs while maintaining
24 high quality service to Rotarians. The RI Bylaws require a balanced annual
25 budget.

PROPOSED ENACTMENT 25-48

To increase per capita dues and amend the process for determining per capita dues

Proposer(s): Board of Directors of RI

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

Article 18 Fiscal Matters

18.030. Dues.

18.030.1. Per Capita Dues.

Each club pays per capita dues to RI for each member as follows: ~~US\$35.50 per half year in 2022 – 23, US\$37.50 per half year in 2023 – 24, US\$39.25 per half year in 2024 – 25, and US\$41.00 per half year in 2025 - 26, US\$42.75 per half year in 2026 - 27, US\$44.63 per half year in 2027 - 28, and US\$46.50 per half year in 2028 – 29~~ and thereafter. The dues shall remain constant until changed by the council on legislation~~-, except that the board may change the per capita dues annually provided the annual adjustment shall not increase per capita dues by more than seven percent of the amount adopted by the council on legislation for a given year.~~

(End of Text)

PURPOSE AND EFFECT

Membership dues are the primary source of revenue for RI. To determine the per capita dues recommendation, the RI Board, with the Finance Committee, analyzes the five-year financial forecast, which includes membership numbers, investment earnings, inflation, and capital spending. They continuously review recommendations, so that RI can maintain its mandatory balanced annual budget per the RI Bylaws.

Despite the RI Board's review of the forecast, this enactment is still establishing dues up to four years in advance, even though an annual cycle is considered a best practice. Several unintended consequences result from this three-year cycle.

Lack of Alignment: Dues are determined on a three-year cycle, but financial projections are on an annual cycle. Accommodating this lack of alignment requires anticipating global conditions before they occur. Sudden and unexpected changes make forecasting in a volatile global environment extremely challenging.

1 **Inflation-increased Costs:** Inflation rates over the past few years created
2 budgeting issues that were not within Rotary’s control. Higher levels of inflation
3 significantly increased RI’s operating expense base. While inflation has decreased
4 more recently, it remains unpredictable.

5
6 **Investments in Rotary’s Future:** Keeping our global network reliable
7 requires accelerating member-enhancing initiatives, such as investments in
8 technology and regionalization pilots. This requires an agility in cost estimation
9 and financial investments that cannot be achieved in the three-year cycle.

10
11 **Fluctuations in Rotary’s Membership:** Membership levels have changed
12 over the past 10 years, and the ability to estimate membership three years in
13 advance creates complexities that inhibit membership-enhancing investments in
14 Rotary and additional revenue opportunities.

15
16 This enactment would amend the RI Bylaws to provide for a dues increase, but
17 the Board would also be able to assess needs and adjust dues annually to align
18 dues revenues at levels necessary to sustain RI’s current operations and
19 programs, and to support RI’s financial sustainability for the future.

FINANCIAL IMPACT

20 This enactment would result in an increase in per capita dues revenue for RI and
21 contribute to Rotary’s continued financial strength by enabling the RI Board to
22 adapt to current economic realities and business needs on an annual basis.

23
24 An annual increase of US\$3.50 in 2026-2027 and an increase of US\$3.75 in
25 2027-2028 and 2028-2029 would be equivalent to an average annual increase in
26 dues revenue of approximately 4.47 percent.

27
28 As of May 2024, at projected membership levels, RI would have a surplus of
29 US\$200,000 in 2026-2027 and US\$100,000 for 2027-2028 and a net deficit of
30 US\$100,000 in 2028-2029.

31
32 Allowing the board to change the per capita dues annually by no more than seven
33 percent of the amount adopted by the Council on Legislation for a given year
34 gives the Board additional flexibility to ensure RI maintains a balanced budget.

35
36 Rotary continually investigates opportunities to reduce costs while maintaining
37 high quality service to Rotarians. The RI Bylaws require a balanced annual
38 budget.

PROPOSED ENACTMENT 25-49

To increase per capita dues

Proposer(s): Board of Directors of RI

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

Article 18 Fiscal Matters

18.030. Dues.

18.030.1. Per Capita Dues.

Each club pays per capita dues to RI for each member as follows: ~~US\$35.50 per half year in 2022 – 23, US\$37.50 per half year in 2023 – 24, US\$39.25 per half year in 2024 – 25, and US\$41.00 per half year in 2025 - 26, US\$42.75 per half year in 2026 - 27, US\$44.63 per half year in 2027 - 28, and US\$46.50 per half year in 2028 – 29~~ and thereafter. The dues shall remain constant until changed by the council on legislation.

(End of Text)

PURPOSE AND EFFECT

Revenue sources for RI include membership dues and investment earnings. In addition, there are other sources of revenue that are used to support specific self-funding activities, such as the Rotary magazine, the International Convention and others. Membership dues make up over 95 percent of the budgeted RI core revenues (excluding revenues from self-funding activities), while investment earnings have been less than one percent over the most recent years and are unpredictable and dependent on financial market fluctuations.

To determine the per capita dues recommendation, the RI Board, with the Finance Committee, analyzes the five-year financial forecast, which takes key factors into consideration, including membership numbers, investment earnings, inflation, and capital spending on projects, among others. They continue to review their recommendation based on the forecast and these factors up until the Council on Legislation to ensure that RI is able to maintain its mandatory balanced annual budget per the RI Bylaws. This enactment may be amended based on the RI Board's continued review.

Therefore, this enactment would amend the RI Bylaws to provide for an annual dues increase of US\$3.50 in 2026-2027 and a dues increase of US\$3.75 per year for both 2027-2028 and 2028-2029.

FINANCIAL IMPACT

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

2
3 An annual increase of US\$3.50 in 2026-2027 and an increase of US\$3.75 in
4 2027-2028 and 2028-2029 would be equivalent to an average annual increase in
5 dues revenue of approximately 4.47 percent.

6
7 As of May 2024, at projected membership levels, RI would have a surplus of
8 US\$200,000 in 2026-2027 and US\$100,000 for 2027-2028, and a net deficit of
9 US\$100,000 in 2028-2029.

10
11 Rotary continually investigates opportunities to reduce costs while maintaining
12 high quality service to Rotarians. The RI bylaws require a balanced annual
13 budget.

PROPOSED ENACTMENT 25-50

To increase per capita dues

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

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

Article 18 Fiscal Matters

18.030. Dues.

18.030.1. Per Capita Dues.

Each club pays per capita dues to RI for each member as follows: ~~US\$35.50 per half year in 2022—23, US\$37.50 per half year in 2023—24, US\$39.25 per half year in 2024—25, and US\$41.00 per half year in 2025 - 26, US\$41.00 per half year in 2026 - 27, US\$41.50 per half year in 2027 - 28, US\$42.00 per half year in 2028 - 29, and US\$42.50 per half year in 2029 - 30, and thereafter.~~ The dues shall remain constant until changed by the council on legislation.

(End of Text)

PURPOSE AND EFFECT

The per capita income and gross domestic product of marginal countries should be taken into account when calculating dues increases in the future. This will help retain membership and ensure the survival of Rotary clubs that exist under critical economic circumstances in countries of the developing world.

FINANCIAL IMPACT

This enactment would result in an increase in per capita dues revenue for RI that may not cover operating expenses, potentially leading to a budget deficit.

An increase of US\$1.00 per year for three consecutive years would be equivalent to an average annual increase in dues revenue of approximately 0.81 percent. The current five-year financial forecast shows membership with a small decline and inflation is forecast at three percent through fiscal year 2029.

At current membership levels, RI revenues from per capita dues would increase by approximately US\$2.4 million for each year beginning in 2026-2027 and continue through 2028-2029.

- 1 The RI Bylaws require a balanced annual budget, therefore increasing the budget
- 2 at a lower rate than inflation could have an impact on RI's operations and
- 3 services.

PROPOSED ENACTMENT 25-51

To maintain the current per capita dues amount

Proposer(s): District 2820, Japan

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

2

3 **Article 18 Fiscal Matters**

4

5 **18.030. Dues.**

6

7 **18.030.1. Per Capita Dues.**

8 Each club pays per capita dues to RI for each member as follows: ~~US\$35.50 per~~
9 ~~half year in 2022—23, US\$37.50 per half year in 2023—24, US\$39.25 per half~~
10 ~~year in 2024—25, and US\$41.00 per half year in 2025 - 26, and thereafter will~~
11 remain at US\$41.00 per half year. The dues shall remain constant until changed
12 by the council on legislation.

(End of Text)

PURPOSE AND EFFECT

13 We view the continued increase in RI per capita dues as being problematic.

14

15 It has become a source of frustration for many clubs and creates a financial
16 burden that is particularly problematic to younger generations of Rotarians, for
17 whom it may discourage further participation in Rotary.

18

19 For this reason, it is necessary to reduce RI's expenses, which will diminish the
20 financial burden placed upon Rotarians. Consideration should also be given to
21 stabilizing RI's financial situation in a manner that will not cause widespread
22 dissatisfaction among its membership.

23

24 If such steps were taken, the semiannual per capita dues increase provided for in
25 the RI Bylaws would not be necessary.

26

27 It is proposed, therefore, that the amount of RI per capita dues remain the same
28 for the three-year period beginning in 2026-27.

FINANCIAL IMPACT

1 This enactment would have a substantial financial impact on RI which cannot be
2 determined at this time. The RI Bylaws require a balanced budget, therefore [not
3 increasing RI per capita dues could have an impact on RI's operations and
4 services.

5
6 The Board evaluates whether to propose a per capita dues increase to the Council
7 on Legislation based on RI's five-year financial forecast as well as the strategic
8 plan and vision. The current five-year financial forecast shows membership with
9 a small decline and inflation is forecast at three percent through fiscal year 2029.

PROPOSED ENACTMENT 25-52

To provide that each club pays dues for a minimum of 10 members

Proposer(s): Board of Directors of RI

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

Article 18 Fiscal Matters

18.030. Dues.

18.030.1. Per Capita Dues.

Each club pays per capita dues to RI for each member as follows: US\$35.50 per half year in 2022 - 23, US\$37.50 per half year in 2023 - 24, US\$39.25 per half year in 2024 - 25, and US\$41.00 per half year in 2025 - 26, and thereafter, provided that each club shall pay semiannually to RI a minimum of US\$410.00 in 2025 - 26 and thereafter. The dues shall remain constant until changed by the council on legislation.

18.030.3. Additional Per Capita Dues.

Each year a club pays to RI additional per capita dues in an amount per member, as determined by the board to be sufficient to pay for the projected expenses of the council on legislation and council on resolutions. If a club has fewer than ten members, it shall pay additional per capita dues of an amount equal to the amount it would have paid if it had ten members. The additional dues are separately designated and restricted for the expenses of representatives attending the councils, as well as other administrative expenses of the councils, 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.

Interim Provision.

Amendments adopted at the 2025 Council on Legislation pursuant to council enactment 25-53 shall take effect on 1 July 2026.

(End of Text)

PURPOSE AND EFFECT

This enactment would amend the RI Bylaws to provide that each club pays dues for a minimum of 10 members. New clubs are required to have a minimum of 20 charter members; however, there are over 12,000 clubs worldwide that are currently below the charter level of 20 members, and nearly 3,000 clubs with

1 fewer than 10 members. This enactment seeks to reestablish the requirement that
2 each club pays an amount equivalent to 10 members. Smaller clubs may be
3 motivated to grow their membership and/or merge with other clubs, thereby
4 increasing their impact in the community and beyond.

FINANCIAL IMPACT

5 This enactment could result in an increase in per capita dues revenue for
6 RI. Based on July 2023 data regarding club membership, there are approximately
7 3,000 clubs with fewer than 10 members. This proposed enactment would impact
8 clubs with nine members or fewer. If these clubs were charged for 10 members at
9 US\$41 per member semiannually, this would provide an annual increase of
10 approximately US\$787,000 in dues revenue for RI. However, it is possible that
11 clubs with nine or fewer members may merge with other clubs in their vicinity, or
12 dissolve entirely, instead of paying dues for 10 members.

13
14 In addition, there would be technology expenses to enhance database and billing
15 systems.

Compromise Legislation

PROPOSED ENACTMENT 25-53

To provide for regular updates on process improvements and cost reduction measures taken by RI

Proposer(s): District 1830, Germany
Rotary Club of Maebashi, District 2840, Japan

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

2

3 **Article 18 Fiscal Matters**

4

5 **18.060. Five-Year Financial Forecast.**

6

7 18.060.3. *Presentation of Five-Year Forecast at Rotary Institutes.*

8 A director or other board representative shall present the five-year forecast to
9 each Rotary institute. The forecast should include updates on specific process
10 improvements and cost reduction measures taken by RI.

(End of Text)

PURPOSE AND EFFECT

11 This enactment is proposed by District 1830 and the Rotary Club of Maebashi
12 pursuant to Adopted Resolution 23R-25 and would amend the RI Bylaws to
13 require regular progress reports on process reviews and cost reductions. Such
14 reports will help RI to maintain a healthy balance between its revenues and
15 expenditures, a dynamic not adequately accounted for in the five-year financial
16 forecast on which RI's per capita dues increases are currently based.

17
18 Rotary's key stakeholders, its clubs, require clear accountability from the RI
19 Board and Secretariat for their management efforts, and such transparency
20 would greatly help to enhance the quality and credibility of debate on enactments
21 related to per capita dues at the Council on Legislation.

FINANCIAL IMPACT

22 This enactment would have a financial impact on RI which cannot be determined
23 at this time. Cost would be dependent on the scope and extent of support
24 provided by the RI Board to accomplish this goal.

PROPOSED ENACTMENT 25-54

To amend the powers of the Board

Proposer(s): Rotary Club of Baden bei Wien, District 1910, Austria and Bosnia and Herzegovina

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

2

3 **Article 5 Board of Directors**

4

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

6

7 **5.010.2. Powers.**

8 The board directs and controls the affairs of RI by:

9 (a) establishing policy for the organization;

10 (b) evaluating implementation of policy by the general secretary;

11 (c) enhancing transparency, such as commissioning regular process and cost
12 analyses in RI's administration, as well as reviewing and revising the
13 allocation and organization of staff roles and responsibilities between RI
14 World Headquarters and the international offices;

15 ~~(e)~~ (d) exercising control and supervision over all officers, officers-elect,
16 officers-nominee, and RI committees; and

17 ~~(d)~~ (e) exercising other powers conferred by the constitution, the bylaws, and
18 the Illinois General Not-for-Profit Corporation Act of 1986 and their
19 amendments.

(End of Text)

PURPOSE AND EFFECT

20 The RI Board is responsible for doing whatever may be necessary to advance the
21 cause of Rotary, and that, of course, includes safeguarding its financial stability.
22 A principal contributor to this are club per capita dues, which were increased by
23 the 2022 Council on Legislation after heated and rather emotional debate. It
24 appears the five-year financial forecast was not persuasive enough to a significant
25 group of delegates and its value as a tool for accurate fiscal reporting is still a
26 subject of discussion in many clubs.

27

28 This proposal is about requesting the Board to apply international best practices
29 for the management of large organizations and to commission a professional
30 process analysis as well an analysis of cost structures in RI's administration
31 (World Headquarters in Evanston and international offices) on a regular basis.
32 The purpose of this enactment is initiate a new phase of financial management

1 and transparency for RI. Through the adoption of such a goal, RI would be
2 establishing a very good precedent of fiscal leadership that might also be used as
3 a role model for regional or local activities in Rotary.

4
5 The Board is expected to report regularly on the results of these various
6 organizational analyses, thus encouraging more transparent communication
7 between itself and the clubs and districts. This will be seen as a positive step
8 toward increasing credibility in future discussions regarding per capita dues.

FINANCIAL IMPACT

9 This enactment would have a financial impact on RI which cannot be determined
10 at this time. Cost would be dependent on the scope and extent of support
11 provided by the RI Board to accomplish this goal.

PROPOSED ENACTMENT 25-55

To amend the information provided in Rotary's annual report

Proposer(s): District 4590, Brazil

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

2

3 **Article 18 Fiscal Matters**

4

5 **18.080. Report.**

6 The general secretary shall publish on RI's website the audited financial
7 statements and accompanying notes and supplemental schedules (if any), as well
8 as an annual report, no later than 31 December after the fiscal year end. The
9 general secretary shall also report, by individual office, all expenses reimbursed
10 to, and all payments made on behalf of, the president, office of the president,
11 president-elect, president-nominee, and each director and director-elect. Each
12 expense over US\$1 million shall include an itemized list, including recipients, and
13 detailed budgetary justification of all payments or transactions associated with
14 the expense.

(End of Text)

PURPOSE AND EFFECT

15 Various financial reports and tax documents of RI and The Rotary Foundation
16 are available on rotary.org. These include documents showcasing different Rotary
17 activities, with little financial documentation, as well as income tax returns and a
18 large report prepared by an auditing firm.

19

20 In this regard, it is important to point out that, as an organization, Rotary derives
21 its financial support primarily from per capita dues payments and other fees,
22 along with donor contributions and the earnings accumulated from financial
23 investments made with those donations. Rotary is an association not only of
24 clubs but of individuals. It belongs to the Rotarians who make up its worldwide
25 membership, and it is these members to whom RI's officers and staff are
26 ultimately accountable.

27

28 The objective of this proposed enactment, therefore, is to introduce some
29 measure of clarity to the published financial statements of RI by providing a more
30 detailed accounting of its expenses, including ledger books and a thorough, easily
31 comprehensible report. Achievement of this objective will confirm that, as an
32 organization, Rotary is characterized by transparency and honesty and remains
33 ever mindful of those ethical principles embodied in The Four-Way Test.

1 RI's financial statements are currently presented only as consolidated figures and
2 contain no detailed information about the expenses to which they refer. For this
3 reason, it is stipulated in the enactment that an itemized report and budget
4 justification be provided for all expenses exceeding US\$1 million.

FINANCIAL IMPACT

5 This enactment would have a financial impact on RI which cannot be determined
6 at this time. Cost would be dependent on the scope and extent of support
7 provided by the RI Board to accomplish this goal. Currently, audited financial
8 reports, federal tax returns, senior leader's expenses, as well as additional
9 financial documents, are available on rotary.org.

Compromise Legislation

PROPOSED ENACTMENT 25-56

To amend the deadlines relating to enactments

Proposer(s): Board of Directors of RI
Rotary Club of Tiruchengode, District 2982, India

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

2

3 **Article 7 Council on Legislation**

4

5 **7.050. Deadline for Enactments and Position Statements.**

6 The general secretary must receive enactments by ~~31 December~~ 31 March in the
7 year before the council. The board may propose enactments it determines to be
8 urgent and position statements by 31 December before the council convenes.

9

10 **7.070. Review of Legislation.**

11 The constitution and bylaws committee shall review legislation submitted to the
12 general secretary and approve the purpose and effect statements for legislation
13 before publication. The board authorizes the committee on its behalf to examine
14 all legislation, advise proposers of any defects, and recommend, where feasible,
15 corrective action.

16

17 **7.070.3. Amendments to Legislation.**

18 Amendments to legislation must be submitted by the proposers to the general
19 secretary by ~~31 March~~ 31 May of the year before the council, unless extended by
20 the board (through the constitution and bylaws committee).

21

22 **7.070.5. Publication of Proposed Legislation.**

23 The general secretary will provide a copy of all duly proposed and not defective
24 legislation to each governor and council member by ~~30 September~~ 31 October in
25 the year of the council.

(End of Text)

PURPOSE AND EFFECT

26 This enactment will extend the deadline for submitting legislation from 31
27 December to 31 March. With the increase in electronic media, legislation is able
28 to be reviewed more quickly and corrected as needed, thereby, decreasing the
29 amount of time needed from the submission deadline to publication. With the
30 later submission deadline, the amendment deadline and publication date must

1 also be extended, from 31 March to 31 May and from 30 September to 31 October,
2 respectively. 31 October would still give representatives plenty of time to review
3 enactments prior to vetting and the Council on Legislation.

FINANCIAL IMPACT

4 This enactment could result in an increase in expenses for RI that cannot be
5 determined at this time.
6

7 The increase would be due to a shortened timeline for the Constitution and
8 Bylaws Committee and staff to process legislation. Additional expenses may be
9 incurred due to the reduced timeframe for the Secretariat and the Constitution
10 and Bylaws Committee to document, review, prepare financial impacts for,
11 translate, and publish proposed legislation.
12

13 Additional per capita dues for the Council on Legislation are determined by the
14 Board sufficient to pay for the projected expenses of the next scheduled Council
15 on Legislation and Council on Resolutions. The additional per capita dues are
16 US\$1.00 for 2024-25. Future additional per capita dues would be adjusted by an
17 amount equivalent to changes in expenses.
18

19 Cost would be dependent on the additional work resulting from an increase in
20 items transmitted to the Council on Legislation, as well as the cost of additional
21 resources required to translate, review, and finalize the enactments in a shortened
22 period of time.

PROPOSED ENACTMENT 25-57

To amend when Council representatives are elected and begin their term

Proposer(s): Board of Directors of RI

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

2 3 **Article 9 Composition and Procedures of the Councils**

4 5 **9.040. Terms of Representatives.**

6 The term of a representative begins on 1 July ~~in the year after the year of selection~~
7 council on legislation. Each representative shall serve a term of three years or
8 until a successor is selected and certified.

9
10 *Interim provision relating to section 9.040.*

11 Amendments to section 9.040. adopted at the 2025 Council on Legislation
12 pursuant to enactment 25-58 shall be implemented in a manner determined by
13 the Board.

14 15 **9.050. Selection of Representatives by Nominating Committee.**

16 The representative and an alternate should be selected by a nominating
17 committee procedure based on section 12.030. where not in conflict with this
18 section. If a district fails to adopt a method for selecting members of a nomi-
19 nating committee, the nominating committee shall be composed of all past
20 governors who are members of a club in that district and are willing and able to
21 serve. A candidate for representative shall not serve on the committee.
22 Representatives shall be selected by 30 June in the year ~~two years before~~ of the
23 council on legislation.

24 25 **9.060. Election of Representatives at the District Conference.**

26 27 **9.060.1. Election.**

28 If the district does not use the nominating committee procedure, it may elect the
29 representative and the alternate at the annual district conference or, in the case
30 of an RIBI district, at the district council. The election shall take place by 30 June
31 in the year ~~two years before~~ of the council on legislation or, in the case of an RIBI
32 district, at the meeting of the district council after 1 October in the year ~~two years~~
33 ~~before~~ of the council on legislation.

34 35 **9.070. Election of Representatives by Club Ballot.**

36 37 **9.070.3. Election by Club Ballot.**

38 The governor shall conduct a club ballot by sending each club a ballot with the
39 qualified candidates in alphabetical order. Any candidate who requests to be

1 excluded from the ballot by a date set by the governor shall be excluded from the
2 ballot. The number of a club's votes is determined by the formula in subsection
3 15.050.1. The governor may appoint a committee to conduct the club ballot,
4 substantially following this section. The election shall take place by 30 June in
5 the year of the council on legislation.

(End of Text)

PURPOSE AND EFFECT

6 Council representatives and alternates are elected in the year after the Council on
7 Legislation (COL) takes place, with their term beginning 1 July of the year before
8 the COL takes place. However, enactment submissions for the COL are due by 31
9 December of the year before the COL, which means that most representatives
10 take office about six months before enactment submissions are due. For example,
11 for the 2025 COL, the key dates were as follows:

- 12
- 13 • 30 June 2023 – Representative selections due
- 14 • 1 July 2023 – Representative terms begin
- 15 • 31 December 2023 – Enactment submissions due
- 16 • April 2025 – COL takes place
- 17 • 30 June 2026 – Representative term ends
- 18

19 This legislation would move the representative selection process to a year earlier,
20 thus making the enactment deadline one and a half years into a representative's
21 term, rather than six months. Using the timeline example above, this would have
22 meant that representatives would have been elected by 30 June 2022, beginning
23 their terms on 1 July 2022.

24

25 This change would align the representative term more closely with the Council
26 cycle. Essentially, their term would culminate with the Council on Legislation and
27 publication of the updated constitutional documents.

FINANCIAL IMPACT

28 This enactment would have no substantial financial impact on RI. There would be
29 no cost associated with electing the representatives one year earlier in the Council
30 cycle.

PROPOSED ENACTMENT 25-58

To amend the year Council representatives and alternates are selected

Proposer(s): District 1700, Andorra and France

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

2 3 **Article 9 Composition and Procedures of the Councils**

4 5 **9.040. Terms of Representatives.**

6 The term of a representative begins on 1 July in the year ~~after~~ two years following
7 the year of selection. Each representative shall serve a term of three years or until
8 a successor is selected and certified.

9 10 **9.050. Selection of Representatives by Nominating Committee.**

11 The representative and an alternate should be selected by a nominating
12 committee procedure based on section 12.030. where not in conflict with this
13 section. If a district fails to adopt a method for selecting members of a nomi-
14 nating committee, the nominating committee shall be composed of all past
15 governors who are members of a club in that district and are willing and able to
16 serve. A candidate for representative shall not serve on the committee.
17 Representatives shall be selected by 30 June in the year ~~two~~ three years before
18 the council on legislation.

19 20 **9.060. Election of Representatives at the District Conference.**

21 22 **9.060.1. Election.**

23 If the district does not use the nominating committee procedure, it may elect the
24 representative and the alternate at the annual district conference or, in the case
25 of an RIBI district, at the district council. The election shall take place by 30 June
26 in the year ~~two~~ three years before the council on legislation or, in the case of an
27 RIBI district, at the meeting of the district council after 1 October in the year two
28 years before the council on legislation.

(End of Text)

PURPOSE AND EFFECT

29 Most Rotarians have little knowledge about the representative role and the
30 importance of the Council on Legislation and Council on Resolutions. Nor are
31 they provided with sufficient training to address this deficiency prior to the
32 current legislation submission deadline.

1 Modifying the current election deadline to a year earlier for representatives
2 would allow them more time in which to prepare for their term with the help of
3 their predecessor. This pre-term year overlaps with the third year of their
4 predecessor's term and precedes the year in which they begin their three-year
5 term. They can more effectively encourage clubs and their district to propose
6 enactments and resolutions.

7
8 Under this revised timeline, there would be no change to the legislation
9 submission deadline or to the current election process and term of service for
10 representatives. The only change would be the time of the election for
11 representatives and alternates.

12
13 Rotary's future depends upon an expanded role for Rotarians in the shaping of
14 our organization. This change would help familiarize Rotarians with the
15 international structure of RI.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-59

To provide that a Rotarian shall attend no more than two Councils on Legislation as a representative

Proposer(s): Rotary Club of Kakogawa Center, District 2680, Japan

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

2

3 **Article 9 Composition and Procedures of the Councils**

4

5 **9.040. Terms of Representatives.**

6 The term of a representative begins on 1 July in the year after the year of
7 selection. Each representative shall serve a term of three years or until a
8 successor is selected and certified. However, no Rotarian shall attend more than
9 two meetings of the council on legislation as a representative.

(End of Text)

PURPOSE AND EFFECT

10 Council representatives serve as the district's liaison in all legislative matters of
11 RI. They are responsible for assisting clubs in drafting proposals, facilitating
12 discussions of proposals at district meetings, clearly interpreting the aims of the
13 district and its clubs, and accurately reporting upon the actions taken by the
14 Councils. The Council on Resolutions was added in 2016 and the introduction of
15 this meeting has increased the workload of representatives.

16

17 There is at present no clearly defined limit to the term of a Council
18 representative, creating an expectation that a current representative may
19 continue to serve indefinitely in this burdensome role if there is no ready
20 replacement to be found.

21

22 Since a representative now participates in the Council on Legislation and three
23 Councils on Resolutions, one term of three years is considered to be the
24 minimum amount of time that one serves in this role. Thus, even if a successor is
25 appointed immediately upon expiration of the representative's term, he or she
26 would not be replaced immediately, but would continue to serve an extended
27 three-year term.

28

29 Therefore, this enactment would amend the RI Bylaws to provide that a
30 representative may be reappointed for a maximum of one three-year term. If
31 adopted, the proposed amendment would ensure that a greater number of past
32 governors are available within the district to actively engage with clubs on

- 1 Council-related subjects, such as the RI constitutional documents or club/district
2 representation at the Council.
3
4 Ultimately, this proposal would reduce the burden on those who become
5 representatives and contribute to the further development of Rotary by ensuring
6 that there are many members in the district who have experience as
7 representatives and who also embrace diversity, equity, and inclusion.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-60

To amend the percentage of votes needed to consider legislation ahead of a Council on Legislation

Proposer(s): Board of Directors of RI

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

2

3 **Article 7 Council on Legislation**

4

5 **7.070. Review of Legislation.**

6

7 **7.070.6. 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 more than ~~20~~ 70
12 percent of the representatives entitled to vote vote ~~for~~ against an enactment, it
13 shall not be considered at the next in-person meeting of the council on
14 legislation. If more than ~~80~~ 70 percent of the representatives entitled to vote vote
15 for an enactment, it shall be considered on the consent agenda for the next in-
16 person meeting. At its next in-person meeting, the council shall consider and act
17 upon the consent agenda, all other duly proposed and not defective legislation,
18 and any amendments.

(End of Text)

PURPOSE AND EFFECT

19 The purpose of this enactment is to adjust the percentage of votes for considering
20 legislation ahead of the Council on Legislation from 80 percent to 70 percent and
21 to clarify that representatives must actively vote against an item in order for it to
22 be rejected. Each COL has items that have significant support or opposition.
23 Considering a select group of legislation ahead of the meeting helps to remove
24 these items from the discussion at the COL meeting. In turn, this allows more
25 time to debate legislation that needs more discussion. Council members are still
26 able to comment on the items during the commenting period, if there is
27 additional information that they believe will help in the decision process. This
28 early consideration of legislation was utilized at the 2022 COL and three items
29 were adopted ahead of the COL.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-61

To amend how often the Council on Legislation meets

Proposer(s): Rotary Club of Ciudad del Este, District 4845, Argentina and Paraguay

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

2

3 **Article 9 Council on Legislation**

4

5 **Section 2 — Time and Place.** The council on legislation shall convene once
6 every ~~three~~ five years in April, May, or June, but preferably in April. The board
7 sets the date and place of the meeting. It is held in the vicinity of the RI world
8 headquarters unless there are compelling financial or other reasons for it to be
9 held elsewhere, as determined by a two-thirds vote of the entire board.

(End of Text)

PURPOSE AND EFFECT

10 This proposed amendment would improve the Council on Legislation by
11 extending the period between Council meetings from three to five years. Under
12 the current shorter timeline, amendments to the constitutional documents of RI
13 are less effective and can be more difficult to implement.

14

15 Though they can, at times, result in exceptional policy decisions, enactments
16 adopted by the Council on Legislation are generally understood to have little or
17 no impact on Rotary's institutional life. A number of the issues it considers may,
18 in fact, be better suited to the Council on Resolutions and/or the RI Board.

FINANCIAL IMPACT

19 This enactment would result in a decrease in expenses for RI. The decrease would
20 be due to one less Council on Legislation (COL) meeting occurring within a ten-
21 year period.

22

23 Currently, the COL is held every three years, so there are three COL meetings in a
24 ten-year period. If the COL were to occur every five years instead, there would be
25 two COL meetings in the same ten-year period. One less meeting would decrease
26 expenses by US\$3.1 million based on the cost of the 2022 COL.

1 Additional per capita dues for the Council on Legislation are determined by the
2 Board sufficient to pay for the projected expenses of the next scheduled Council
3 on Legislation and Council on Resolutions. The additional per capita dues have
4 been US\$1.00 since 2018-19. Future additional per capita dues would be adjusted
5 by an amount equivalent to changes in expenses.

PROPOSED ENACTMENT 25-62

To amend the provisions for holding the Council on Legislation

Proposer(s): Rotary Club of Reutte-Füssen, District 1841, Austria and
Germany
District 1910, Austria and Bosnia and Herzegovina

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

2

3 **Article 9 Council on Legislation**

4

5 **Section 2 — Time and Place.** The council on legislation shall convene once
6 every three years in April, May, or June, but preferably in April. The board sets
7 the date and place of the meeting. It is held in the vicinity of the RI world
8 headquarters unless there are compelling financial or other reasons for it to be
9 held elsewhere, as determined by a two-thirds vote of the entire board. Online
10 participation in a council on legislation may be authorized by the board only
11 under exceptional circumstances and for compelling reasons.

(End of Text)

PURPOSE AND EFFECT

12 The personal interaction amongst representatives and RI Board members at the
13 Council on Legislation is essential for Rotary, leading to in-person debate with
14 positive, forward-looking outcomes for the organization. This elevated level of
15 debate and personalized interaction cannot be achieved through online
16 participation alone.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-63

To provide for the postponement of the Council on Legislation in cases of a worldwide epidemic or disaster

Proposer(s): Rotary Club of Kobe-Suma, District 2680, Japan

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

Article 9 Council on Legislation

Section 2 — Time and Place. The council on legislation shall convene once every three years in April, May, or June, but preferably in April, and shall be held in person. The board sets the date and place of the meeting. It is held in the vicinity of the RI world headquarters unless there are compelling financial or other reasons for it to be held elsewhere, as determined by a two-thirds vote of the entire board.

Section 3 — Emergency and Unforeseen Circumstances. The Board may postpone the council on legislation in the event of a worldwide epidemic or disaster.

(Subsequent sections will be renumbered as appropriate)

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

Article 9 Composition and Procedures of the Councils

9.040. Terms of Representatives.

The term of a representative begins on 1 July in the year after the year of selection. Each representative shall serve a term of three years or until a successor is selected and certified. In the event of a worldwide epidemic or disaster requiring postponement of the council on legislation, the term of the representative shall be extended.

(End of Text)

PURPOSE AND EFFECT

The April 2022 meeting of the COL was held in a hybrid manner due to the COVID-19 pandemic and used both in-person and online formats. The COL itself was a success, as all proposed enactments were properly considered. However, the representatives who participated in person had to take complicated and distressing preventative measures and the late-night participation required of some online attendees in certain parts of the world was quite tiring and depleting.

1 Furthermore, the online deliberations did not always proceed smoothly, as
2 internet conditions can be inconsistent from location to location.

3
4 Since the COL is charged with the responsibility of amending RI's constitutional
5 documents, substantive and well-rounded discussion by the representatives is
6 essential. It is extremely beneficial for such discussion to take place in a live
7 setting rather than online, and for this reason the COL should be held exclusively
8 in person. In the future, it would be appropriate for the RI Board to postpone the
9 COL for one year in the event of a worldwide epidemic or widespread disaster
10 such as that which occurred in 2022. It is anticipated that postponing the
11 meeting of the COL may cause problems when urgent issues regarding the
12 operation of RI and Rotary clubs arise that require immediate consideration.
13 However, we believe that such concerns can be addressed by holding an
14 extraordinary meeting of the COL (Article 9, Section 4 of the RI Constitution) or
15 by proposing an enactment of an urgent nature to the Council on Resolutions (RI
16 Bylaws section 8.050.).

17
18 When the COL is postponed for one year, the term of the representative should
19 also be assumed to be extended by one year so that the representative who has
20 prepared for the Council can participate in the meeting.

FINANCIAL IMPACT

21 This enactment could have a financial impact on RI which cannot be determined
22 at this time. The cost would be dependent on the expenses associated with
23 postponing the Council on Legislation in the event of a worldwide epidemic or
24 disaster. The cost of the 2022 Council on Legislation was US\$3.1 million.

PROPOSED ENACTMENT 25-64

To provide for the publication of the deliberation record of the Council on Legislation

Proposer(s): Rotary Club of Maebashi, District 2840, Japan

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

2

3 **Article 7 Council on Legislation**

4

5 **7.070. Review of Legislation.**

6

7 7.070.7. Publication of Council Deliberation Record.

8 The deliberation record of the council on legislation shall be published in English
9 on the RI website within six months of the council's adjournment.

(End of Text)

PURPOSE AND EFFECT

10 The purpose of this enactment is to amend the RI Bylaws to require that the
11 deliberations of the Council on Legislation be published in English on the RI
12 website. Under the current provisions, a report of action is sent to each club after
13 a Council adjourns (subsection 9.150.1., Reports), but this lists only the
14 enactments adopted by the Council. Therefore, it is not possible to understand
15 the deliberation process that led to the discussions for and against the proposal
16 among the representatives at the Council meeting on that day, and how the
17 decision was reached. Also, many representatives are first-time participants.
18 Disclosure of the content of the discussions of each Council will help them to
19 become more familiar with Rotary's legislative process, as well as improve the
20 quality of the legislation proposed for future Councils.

FINANCIAL IMPACT

21 This enactment could result in an increase in expenses for RI which cannot be
22 determined at this time. Additional expenses would be dependent on the level of
23 detail provided on the Council deliberation record.

24

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 are

- 1 US\$1.00 for 2024-25. Future additional per capita dues would be adjusted by an
- 2 amount equivalent to changes in expenses.

PROPOSED ENACTMENT 25-65

To amend the effective date of adopted enactments

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

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

Article 9 Composition and Procedures of the Councils

9.150. Post-Council Proceedings.

9.150.7. Effective Date of Council Adoptions.

A council's adoption of legislation or resolutions takes effect on 1 July immediately after adjournment of the council of the year two years after the year in which the council convenes, unless suspended by oppositions under subsection 9.150.3. However, the board may adjust the effective date of adopted legislation or resolutions to meet an emergency or urgent condition.

(End of Text)

PURPOSE AND EFFECT

The Rotary International president-elect, all governors-elect, and all club presidents-elect are obligated to use the constitutional documents currently in effect when preparing their operational agendas for the coming Rotary year. However, because amendments to the constitutional documents adopted by the Council on Legislation become effective on 1 July of the same calendar year, they may be forced to update their administrative policies once their term has begun. If the effective date of Council action is moved to 1 July of the following calendar year, these officers-elect will have ample time in which to incorporate such changes into their original plans prior to taking office, and their operational policies can be carried out as originally intended.

Additionally, this proposal would allow the RI Board to adjust the effective date of Council action in the event of an emergency or some other special condition.

FINANCIAL IMPACT

This enactment could have a financial impact on RI which cannot be determined at this time. Cost would be dependent on the legislation that was adopted by the Council.

PROPOSED ENACTMENT 25-66

To provide that districts are limited to proposing or endorsing no more than five resolutions per Council on Resolutions

Proposer(s): Rotary Club of Yamato Naka, District 2780, Japan

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

2

3 **Article 8 Council on Resolutions**

4

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

6 Club and district-proposed resolutions must be endorsed by the district at a
7 district conference, a district legislation meeting, RIBI district council, or through
8 a club ballot conducted by the governor, following the procedures in section
9 12.050. as closely as possible. A proposed resolution delivered to the general
10 secretary shall be certified by the governor that it has been endorsed. Districts
11 should not propose or endorse more than five resolutions per council on
12 resolutions.

(End of Text)

PURPOSE AND EFFECT

13 RI Bylaws section 7.030. limits the number of proposed enactments that may be
14 submitted or endorsed by a district to a maximum of five enactments per council
15 on legislation. However, there is no similar limitation imposed for resolutions,
16 which could result in a large variation in the number of submissions and
17 endorsements by districts. This proposal, if adopted, would establish a
18 submission limit for resolutions identical to that which presently exists for
19 enactments.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-67

To remove two reasons why resolutions may be defective

Proposer(s): Rotary Club of Maebashi, District 2840, Japan

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

Article 8 Council on Resolutions

8.070. Duly Proposed Resolutions; Defective Resolutions.

8.070.1. Duly Proposed Resolutions.

A resolution is duly proposed if it complies with sections 8.030., 8.040., and 8.060.

8.070.2. Defective Resolutions.

A resolution is defective if it:

- (a) would request an action, or express an opinion, in conflict with the letter or spirit of the constitutional documents; or
- ~~(b) would request an action that involves administrative or management matters within the discretion of the board or TRF trustees;~~
- ~~(c) would request an action which has already been implemented by the board or TRF trustees; or~~
- ~~(d)~~ (b) is not within the framework of RI's program.

(End of Text)

PURPOSE AND EFFECT

The current sub-subsections (b) and (c) of RI Bylaws subsection 8.070.2. were added by the adoption of Enactment 19-101, proposed by the RI Board.

This Board-proposed addition reinstated the definition of defective legislation, which had been removed with the adoption of Enactment 13-141, which removed paragraph (d)(ii):

7.037.2. Defective Legislation.

Legislation is defective if:

- (d)(ii) it would require or request an administrative act that is within the discretion of the board or the general secretary;

1 The intent was that “the phrase ‘within the discretion of the board or the general
2 secretary’ without clearly defining the scope of discretionary authority is
3 tantamount to not clearly stating the criteria, and the criteria should be limited to
4 those that are clear.” This proposal was adopted by a vote of 334 to 174, with the
5 support of many district representatives.
6

7 In 2016, the COL adopted legislation establishing a separate Council on
8 Resolutions for proposed resolutions. At that time, the defective definitions were:
9

10 *8.060.2. Defective Resolution.*

11 A proposed resolution is defective if:

- 12 (a) it would require an action, or express an opinion, that is in conflict with the
13 letter or spirit of the constitutional documents; or
14 (b) it is not within the framework of the program of RI.
15

16 In the current version (b) “within the discretion” and (c) “an action which has
17 already been implemented” are unclear as criteria. If the proposal is deemed
18 “defective” on these grounds, many important proposals concerning the
19 operation and administration of RI will not be considered, and Rotarians will
20 have no discussions of these issues. Allowing clubs and districts to express their
21 views in resolutions if they see a need for improvement is important.
22

23 This enactment seeks to delete clauses (b) and (c), which are unclear in content
24 and could be applied arbitrarily.

FINANCIAL IMPACT

25 This enactment could have a financial impact on RI which cannot be determined
26 at this time. Cost would be dependent on the additional work resulting from an
27 increase in items transmitted to the Council on Resolutions.

PROPOSED ENACTMENT 25-68

To amend the process for adopted resolutions

Proposer(s): District 1830, Germany

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

2

3 **Article 8 Council on Resolutions**

4

5 **8.120. Adopted Resolutions.**

6 Within ~~one year~~ six months of the conclusion of the council on resolutions, the
7 board shall deliberate and vote on any adopted resolutions. If the board votes
8 against implementing a specific resolution, a reason for this decision shall be
9 given and documented. The board shall notify all governors as well as all council
10 members of any board action taken in regard to resolutions adopted by the
11 council.

(End of Text)

PURPOSE AND EFFECT

12 There is a great deal of thought, comment, and deliberation given to each
13 resolution adopted by voting members of the Council on Resolutions. The Board
14 should be equally diligent in its consideration of those items referred to it by the
15 voting members, providing a decision on each adopted resolution no later than
16 six months after the meeting's conclusion. It is appropriate, furthermore, that the
17 Board should notify all governors as well as those who voted on the adoption of
18 these resolutions, namely the members of the Council.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-69

To provide that districts regularly survey and discuss the future of Rotary with members of their clubs

Proposer(s): District 1790, France

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

Article 16 Governors

16.030. Duties of a Governor.

The governor is the officer of RI in the district, functioning under the general control and supervision of the board. The governor shall inspire and motivate the clubs in the district. The governor shall ensure continuity within the district by working with past, current, and incoming district leaders:

- (a) organizing new clubs;
- (b) strengthening existing clubs;
- (c) promoting membership growth;
- (d) working with district and club leaders to encourage participation in a district leadership plan as developed by the board;
- (e) furthering the Object of Rotary by providing leadership and supervision of the clubs in the district;
- (f) supporting TRF;
- (g) promoting cordial relations among the clubs and Rotaract clubs and between the clubs, Rotaract clubs, and RI;
- (h) planning for and presiding at the district conference and assisting the governor-elect in planning and preparing the PETS and the district training assembly;
- (i) conducting an official visit to each club, individually or in multi-club meetings, that maximizes the governor's presence to:
 1. focus attention on important Rotary issues;
 2. provide special attention to weak and struggling clubs;
 3. motivate Rotarians to participate in service activities;
 4. ensure that the club constitution and bylaws comply with the constitutional documents, especially following councils on legislation; and
 5. personally recognize the outstanding contributions of Rotarians in the district;
- (j) issuing a monthly communication to each club;
- (k) reporting promptly to RI as required by the president or the board;
- (l) providing the governor-elect, before the international assembly, full information about the condition of clubs and recommended action to strengthen them;

- 1 (m) assuring that district nominations and elections comply with the
- 2 constitutional documents and RI's established policies;
- 3 (n) inquiring regularly about the activities of Rotarian organizations in the
- 4 district;
- 5 (o) transferring district files to the governor-elect; ~~and~~
- 6 (p) regularly conducting surveys of clubs within the district and including their
- 7 membership in discussions regarding its future direction; and
- 8 ~~(p)~~ (q) performing any other duties as are inherent of an RI officer.

(End of Text)

PURPOSE AND EFFECT

- 9 RI surveys its membership each year and the results of such surveys consistently
- 10 indicate that Rotarians and Rotaractors identify principally with the activities of
- 11 their clubs. Clubs must regularly listen to their members. Zones and districts are
- 12 similarly obligated: they must listen to members and allow them to have a voice
- 13 in discussions determining the future direction of the district.

FINANCIAL IMPACT

- 14 This enactment could have a financial impact on RI which cannot be determined
- 15 at this time. Cost would be dependent on the scope and extent of support
- 16 provided by the RI Board to enable districts to regularly survey and discuss the
- 17 future of Rotary with members of their clubs.

PROPOSED ENACTMENT 25-70

To provide that the governor-elect and the governor-nominee shall assist in administering the district

Proposer(s): District 1790, France

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

2

3 **Article 16 Governors**

4

5 **16.030. Duties of a Governor.**

6 The governor is the officer of RI in the district, functioning under the general
7 control and supervision of the board. To assist in continuity, the district is
8 administered by the governor with the assistance of the governor-elect and
9 governor-nominee, and the support of the board. The governor shall inspire and
10 motivate the clubs in the district. The governor shall ensure continuity within the
11 district by working with past, current, and incoming district leaders. The
12 governor is responsible for:

(End of Text)

PURPOSE AND EFFECT

13 This enactment aims to strengthen the efficiency of the work of the governor by
14 changing the scope of the duties associated with that role and integrating its
15 functions into those of a larger district governance group. Such a modification
16 would make it possible for the governor, governor-elect, and governor-nominee
17 to work as a multi-year team, thereby eliminating the general tendency to work
18 from within the siloed perspective of a one-year term or assignment. In this way,
19 there will be a greater general continuity of operations from year to year within
20 the district. We should no longer view the administration of districts as a closed
21 cycle terminating on 30 June and beginning again on 1 July.

FINANCIAL IMPACT

22 This enactment could have a financial impact on RI which cannot be determined
23 at this time. Cost would be dependent on the scope and extent of support
24 provided by the RI Board to accomplish this goal.

PROPOSED ENACTMENT 25-71

To provide for the nomenclature of governor

Proposer(s): Rotary Club of Bombay Pier, District 3141, India

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

2

3 **Article 16 Governors**

4

5 **16.040. Governor Nomenclature.**

6 The word 'governor' shall be used solely in reference to the position of district
7 governor and related positions, namely those of past governor, immediate past
8 governor, governor-elect, governor-nominee, governor-nominee-designate, vice
9 governor, and assistant governor.

(Subsequent sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

10 It is a practice among some governors to use alternative designations such as
11 lieutenant governor or governor-general for the senior members of their district
12 management team. This gives those members an unfair advantage over others
13 not so named who are seeking to be a candidate for the position of governor.
14 There is also a general tendency to confuse the roles of vice governor and
15 lieutenant governor.

16

17 The additional provision included in RI Bylaws section 16.040. will help dispel
18 any confusion as to the terms properly designated by RI for the position of
19 governor and related roles.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-72

To remove the requirement to hold an annual district conference

Proposer(s): Board of Directors of RI

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

2 3 **Article 7 Council on Legislation**

4 5 **7.030. Endorsement of Club and District Legislation.**

6 Club and district-proposed enactments must be endorsed by the district at a
7 district conference, a district legislation meeting, or an RIBI district council.
8 Where time does not allow proposed enactments to be submitted to ~~the~~ a district
9 conference, a district legislation meeting, or RIBI district council, the proposed
10 enactments may be submitted to the clubs of the district by a club ballot
11 conducted by the governor. Any club ballot shall follow the procedure in section
12 12.050. as closely as possible. An enactment delivered to the general secretary
13 shall be certified by the governor that it has been endorsed. Districts should not
14 propose or endorse more than five enactments per council on legislation.

15 16 **Article 9 Composition and Procedures of the Councils**

17 18 **9.060. Election of Representatives at the District Conference.**

19 20 **9.060.1. Election.**

21 If the district does not use the nominating committee procedure, it may elect the
22 representative and the alternate at ~~the annual~~ a district conference or, in the case
23 of an RIBI district, at the district council. The election shall take place by 30 June
24 in the year two years before the council on legislation or, in the case of an RIBI
25 district, at the meeting of the district council after 1 October in the year two years
26 before the council on legislation.

27 28 **9.060.4. Selection of Representatives and Alternates.**

29 The candidate receiving a majority of the votes at ~~the~~ a district conference is the
30 representative to the council on legislation and the council on resolutions. If
31 there are only two candidates, the candidate not receiving a majority of the votes
32 is the alternate, serving only if the representative is unable to serve. Voting
33 procedure shall follow sections 12.050. and 12.050.1.

34 35 **9.070. Election of Representatives by Club Ballot.**

36 37 **9.070.1. Authorization for Club Ballot.**

38 ~~The board may authorize a district to select the representative and alternate by a~~
39 ~~club ballot. Alternatively, a~~ A majority of electors present and voting at a district

1 conference may vote to select the representative and the alternate by a club
2 ballot. When authorized at the district conference, the club ballot shall be
3 conducted in the month after the district conference.

4 **Article 11 Nominations and Elections for Directors**

5 **11.020. Selection of Director-nominee and Alternate by Nominating Committee** 6 **Procedure.**

7 **11.020.4. Election.**

8 Except as provided in subsections 11.020.9., 11.020.10., and 11.020.11., the
9 member and the alternate member of the nominating committee shall be elected
10 at ~~the a~~ district conference in the year before the scheduled nomination or by a
11 club ballot conducted by the governor. To participate in district voting for the
12 selection of a member and alternate member of the nominating committee for
13 director, a club shall have paid the required district levy for the Rotary year in
14 which the voting is taking place and shall not be indebted to the district. The
15 financial status of the club is determined by the governor.

16 **11.020.5. Nominations.**

17 Any club in a district may nominate a qualified member of the club for
18 membership on the nominating committee if the member has indicated a
19 willingness and ability to serve. The club shall certify the nomination in writing
20 and must include the signatures of the club president and secretary. The
21 nomination shall be forwarded to the governor for presentation to the electors at
22 ~~the a~~ district conference or to the clubs by a club ballot conducted by the
23 governor. Each club shall designate one elector to cast all its votes if voting at the
24 district conference. All votes from a club with more than one vote shall be cast for
25 the same candidate. For votes requiring or utilizing a single transferable ballot
26 with three or more candidates, all votes from a club with more than one vote shall
27 be for the same-ordered choices of candidates.

28 **11.020.10. Election of Member of the Nominating Committee Through Club** 29 **Ballot.**

30 ~~In certain circumstances, the board may authorize a district to select the member~~
31 ~~of the nominating committee and the alternate in a club ballot.~~ The governor
32 shall send every club in the district an official call for nominations. All
33 nominations must be in writing and signed by the president and the secretary of
34 the club. The nominations must be received by the governor by the date set by the
35 governor. The governor shall send each club a ballot listing in alphabetical order
36 the qualified nominees. A candidate will be excluded from the ballot, if their
37 request is received by the date set by the governor. The number of a club's votes is
38 determined by the formula in subsection 15.050.1. The governor may appoint a
39 committee to conduct the club ballot.

1 **Article 12 Nominations and Elections for Governors**

2
3 **12.030. Nominating Committee Process.**

4
5 **12.030.1. Nominating Committee for Governor.**

6 In districts adopting a nominating committee procedure, the committee shall
7 seek out and propose the best qualified candidate for governor-nominee. The
8 terms of reference of the committee, including the method for selecting members,
9 shall be determined in a resolution adopted by the electors present and voting at
10 a district conference or by a club ballot conducted by the governor. The terms of
11 reference must not be inconsistent with the bylaws.

12
13 **12.030.6. Committee Inability to Select Nominee.**

14 If the nominating committee cannot agree upon a candidate, the governor-
15 nominee shall be elected in a club ballot as provided in section 12.050. ~~or at the a~~
16 district conference in accordance with section 15.050. In either case, only those
17 candidates suggested to the nominating committee may participate.

18
19 **Article 15 Districts**

20
21 **15.040. District Conference and District Legislation Meeting.**

22
23 **15.040.1. Time.**

24 A district conference ~~shall~~ may be held ~~annually~~ at a time and place agreed upon
25 by the governor and the presidents of a majority of the clubs. The governor-
26 nominee may begin planning the conference when selected and certified to the
27 general secretary. The conference dates shall not conflict with the district training
28 assembly, the international assembly, or the international convention. The board
29 may authorize two or more districts to hold their conferences together. The
30 district may also hold a district legislation meeting, after all clubs receive 21 days'
31 notice, at a time and place set by the governor. If a majority of the clubs request a
32 district legislation meeting, specifying the items to be discussed, the governor
33 shall convene the meeting within eight weeks of the request.

34
35 ~~**15.040.2. Site Selection.**~~

36 ~~The governor nominee and a majority of the current club presidents must agree~~
37 ~~on the site for the conference. Alternatively, the board may approve that the~~
38 ~~governor nominee and a majority of those who will serve as club presidents~~
39 ~~during the same year may select the site of the conference. If a club has not~~
40 ~~selected its future president, its current president shall vote on the site.~~

41
42 **15.050. Voting at District Conferences and District Legislation Meetings.**

43
44 **15.050.1. Electors.**

45 Each club shall select and certify at least one elector to its conference and
46 legislation meeting (if held). A club with more than 25 members has one
47 additional elector for each additional 25 members or major fraction thereof. That

1 is, a club with a membership of up to 37 members is entitled to one elector, a club
2 with 38 to 62 members is entitled to two electors, a club with 63 to 87 members is
3 entitled to three electors and so on. Membership is determined by the number of
4 members in the latest club invoice before the vote, except that a suspended club
5 has no vote. Each elector shall be a member of the club. To vote, an elector must
6 be present at ~~the~~ a conference or legislation meeting. To participate in any voting
7 by electors at ~~the~~ a district conference, a club shall have paid the required district
8 levy for the Rotary year in which the voting is taking place and shall not be
9 indebted to the district. The financial status of the club is determined by the
10 governor.

11
12 **15.050.4. District Club Ballot.**

13 Any decision or election that the bylaws authorize at a conference or training
14 assembly may be the subject of a club ballot. A club ballot shall follow the
15 procedures in section 12.050. as nearly as possible.

16
17 **Article 16 Governors**

18
19 **16.030. Duties of a Governor.**

20 The governor is the officer of RI in the district, functioning under the general
21 control and supervision of the board. The governor shall inspire and motivate the
22 clubs in the district. The governor shall ensure continuity within the district by
23 working with past, current, and incoming district leaders. The governor is
24 responsible for:

- 25 (a) organizing new clubs;
- 26 (b) strengthening existing clubs;
- 27 (c) promoting membership growth;
- 28 (d) working with district and club leaders to encourage participation in a
29 district leadership plan as developed by the board;
- 30 (e) furthering the Object of Rotary by providing leadership and supervision of
31 the clubs in the district;
- 32 (f) supporting TRF;
- 33 (g) promoting cordial relations among the clubs and Rotaract clubs and
34 between the clubs, Rotaract clubs, and RI;
- 35 (h) planning for and presiding at ~~the~~ a district conference (if held) and
36 assisting the governor-elect in planning and preparing the PETS and the
37 district training assembly;
- 38 (i) conducting an official visit to each club, individually or in multi-club
39 meetings, that maximizes the governor's presence to:
 - 40 1. focus attention on important Rotary issues;
 - 41 2. provide special attention to weak and struggling clubs;
 - 42 3. motivate Rotarians to participate in service activities;
 - 43 4. ensure that the club constitution and bylaws comply with the
44 constitutional documents, especially following councils on legislation;
45 and
 - 46 5. personally recognize the outstanding contributions of Rotarians in the
47 district;

- 1 (j) issuing a monthly communication to each club;
- 2 (k) reporting promptly to RI as required by the president or the board;
- 3 (l) providing the governor-elect, before the international assembly, full
- 4 information about the condition of clubs and recommended action to
- 5 strengthen them;
- 6 (m) assuring that district nominations and elections comply with the
- 7 constitutional documents and RI's established policies;
- 8 (n) inquiring regularly about the activities of Rotarian organizations in the
- 9 district;
- 10 (o) transferring district files to the governor-elect; and
- 11 (p) performing any other duties as are inherent of an RI officer.

(End of Text)

PURPOSE AND EFFECT

12 The purpose of this enactment is to remove the requirement to hold an annual
13 district conference. Instead, it provides flexibility to districts, so that they may
14 hold a conference if and when it is needed. District conferences being optional
15 will allow regional adaptability and respects the diverse needs of members. In
16 some regions where conferences are not well-attended and not valued, foregoing
17 the district conference will alleviate the administrative burden on the district
18 governor and other district leaders who invest significant time, resources and
19 effort into coordinating these events.

FINANCIAL IMPACT

20 This enactment could result in a decrease in expenses for RI which cannot be
21 determined at this time. The decrease in expenses is contingent upon the number
22 of annual district conferences that are no longer held each year. In fiscal year
23 2023, the expenses for the president's representatives to attend district
24 conferences were US\$546,000.

PROPOSED ENACTMENT 25-73

To amend the order of voting provisions when voting at district conferences or district legislation meetings

Proposer(s): Rotary Club of Enebakk, District 2260, Norway
District 2310, Norway

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

Article 15 Districts

15.050. Voting at District Conferences and District Legislation Meetings.

15.050.1. General Provision on Voting.

Every club member in good standing present at the conference or a legislation meeting is entitled to vote on all matters, except for the matters listed in subsection 15.050.3.

~~15.050.1.~~ 15.050.2. Electors.

Each club shall select and certify at least one elector to its conference and legislation meeting (if held). A club with more than 25 members has one additional elector for each additional 25 members or major fraction thereof. That is, a club with a membership of up to 37 members is entitled to one elector, a club with 38 to 62 members is entitled to two electors, a club with 63 to 87 members is entitled to three electors and so on. Membership is determined by the number of members in the latest club invoice before the vote, except that a suspended club has no vote. Each elector shall be a member of the club. To vote, an elector must be present at the conference or legislation meeting. To participate in any voting by electors at the district conference, a club shall have paid the required district levy for the Rotary year in which the voting is taking place and shall not be indebted to the district. The financial status of the club is determined by the governor.

~~15.050.2.~~ 15.050.3. Conference and Legislation Meeting Voting Procedures. Matters Restricted to Electors.

~~Every club member in good standing present at the conference or a legislation meeting is entitled to vote on all matters, except for:~~ Voting at the conference or a legislation meeting is restricted to electors in the following matters:

- (a) selection of a governor-nominee;
- (b) election of a member and alternate of the nominating committee for director;
- (c) composition and terms of reference of the nominating committee for governor;

- 1 (d) election of the representative and alternate to the council on legislation
2 and council on resolutions; and
3 (e) amount of the per capita levy.
4

5 Any club member in good standing present may demand a poll on any matter
6 presented to the conference or legislation meeting, even if that member cannot
7 vote on the matter. In such cases, voting shall be restricted to electors. When
8 voting on matters (a), (b), (c) and (d), all votes from a club with more than one
9 vote shall be cast for the same candidate or proposition. For votes by single
10 transferable ballot with three or more candidates, all votes from a club with more
11 than one vote shall be cast for the same order of candidates.

(Subsequent subsections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

12 Amendments contained in this proposed legislation make no changes to the
13 requirements set forth in the RI Bylaws subsections; rather, the enactment is
14 intended to clarify these provisions and thus make it easier to understand the
15 voting rules at district conferences and legislation meetings.
16

17 It is widely believed that electors, being a proportional representation of a club's
18 voting strength, are to be used for all voting at a district conference or a
19 legislation meeting, and such practice has even been incorporated as procedure
20 in the bylaws of some districts. This misconception leads many districts to use
21 electors in voting situations that would properly call for the vote of "every club
22 member in good standing" (subsection 15.050.2.) and can therefore be seen as a
23 contributing cause of disenfranchisement among the clubs in such districts.
24

25 As currently stated, RI Bylaws subsection 15.050.1. is rather difficult to read.
26 Because not all members have one of the official Rotary languages as their
27 mother tongue, it is likely to be assumed that this provision applies to all
28 decisions and requires no further interpretation on the part of the general reader.
29 Only on arriving at subsection 15.050.2. does one discover that "every member in
30 good standing present at the conference or a legislation meeting is entitled to
31 vote on all matters," save for the specific cases listed.
32

33 It is hoped that by reversing the current order of subsections 15.050.1. and
34 15.050.2. above, the voting rule most frequently referenced by members, and
35 which applies in the majority of cases, will be made more visible and thus easier
36 to understand. The added step of the appended explanatory text on district polls
37 in new subsection 15.050.3., will help to further establish this general rule as the
38 procedure of reference in most cases.

FINANCIAL IMPACT

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

Compromise Legislation

PROPOSED ENACTMENT 25-74

To provide that clubs with fewer than 13 members may not participate in any voting by electors

Proposer(s): Rotary Club of Indore Meghdoot, District 3040, India
Rotary Club of Moradabad Civil Lines, District 3100, India

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

2

3 **Article 15 Districts**

4

5 **15.050. Voting at District Conferences and District Legislation Meetings.**

6

7 15.050.1. *Electors.*

8 Each club with a membership of 13 or more members shall select and certify at
9 least one elector to its conference and legislation meeting (if held). A club with
10 fewer than 13 members shall not be entitled to an elector. A club with more than
11 25 members has one additional elector for each additional 25 members or major
12 fraction thereof. That is, a club with a membership of up to 37 members is
13 entitled to one elector, a club with 38 to 62 members is entitled to two electors, a
14 club with 63 to 87 members is entitled to three electors and so on. Membership is
15 determined by the number of members in the latest club invoice before the vote,
16 except that a suspended club has no vote. Each elector shall be a member of the
17 club. To vote, an elector must be present at the conference or legislation meeting.
18 To participate in any voting by electors at the district conference, a club shall
19 have paid the required district levy for the Rotary year in which the voting is
20 taking place, and shall not be indebted to the district. The financial status of the
21 club is determined by the governor.

(End of Text)

PURPOSE AND EFFECT

22 As provided in the RI Bylaws, new clubs are to be chartered with a minimum of
23 20 members. In many cases, however, the number dwindles rapidly to five or
24 even fewer members shortly after the club is formed. This raises serious doubts
25 about the original motivation in forming such clubs. The shadowy nature of these
26 clubs might lead one to question the circumstances under which they are formed
27 and, indeed, it appears many of them have been created solely as a means of
28 garnering votes for certain elections held by the district. Having just a few
29 members, such clubs are unable to perform satisfactorily with respect to Rotary's

1 five Avenues of Service and seven areas of focus.

2
3 To address this situation, therefore, it is proposed that for any electoral voting
4 within the district, only those clubs with a membership of 13 and above shall be
5 allowed to vote; clubs with fewer than 13 members shall be ineligible to
6 participate in such voting. This reasoning is well supported by the RI Bylaws, in
7 which it is noted that a club with more than 25 members is entitled to receive one
8 additional elector for each additional 25 members or major fraction thereof.

9
10 Incompetent candidates have been known to win elections using such means
11 against their more qualified opponents. For example, 10 clubs of three members
12 each, or 30 members in total, would currently receive 10 votes, whereas a club
13 having 37 members receives only one vote. Such clubs have a negative impact
14 upon membership growth, The Rotary Foundation, and our overall public image.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-75

To amend the voting procedures for the levy for the district fund

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

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

2

3 **Article 15 Districts**

4

5 **15.060. District Finances.**

6

7 **15.060.2. Approval of Levy.**

8 There shall be a per capita levy on members in the district to finance the District
9 Fund. The amount of the levy shall be set by:

- 10 (a) the conference by a majority of the total number of votes held by the
11 electors present and voting; or
12 (b) the training assembly or the PETS by three-fourths of the total number of
13 votes held by the incoming club presidents, in accordance with subsection
14 15.050.1., including any representatives designated under article 11, section
15 5(c) of the standard club constitution.

(End of Text)

PURPOSE AND EFFECT

16 Currently, all clubs are entitled to receive at least one electoral vote. However,
17 since membership numbers vary widely among clubs, if all clubs have only one
18 vote, there will be a large disparity in the rights of an individual member.
19 Therefore, the number of votes held by electors and incoming club presidents
20 should be calculated using the same method as when other district decisions are
21 made, taking into account the number of members in each club. In particular,
22 since the district levy is collected from all members in the district, the number of
23 votes should be based upon the total number of members in each club, so that the
24 intentions of the clubs can be reflected more accurately.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-76

To amend the names of the presidents-elect training seminar and the district training assembly

Proposer(s): Board of Directors of RI

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

Article 15 Districts

15.020. Presidents-elect ~~Training~~ Learning Seminar (PETS).

A district (or multidistrict) PETS presidents-elect learning seminar shall be held annually, preferably in February or March, to actively orient, and train engage, and empower presidents-elect in the district as determined by the board. The governors-elect shall plan, conduct, direct, and supervise the PETS presidents-elect learning seminar.

15.030. ~~District Training Assembly~~ Club Leadership Learning Seminar.

A district (or multidistrict) training assembly club leadership learning seminar shall be held annually, preferably in March, April, or May, to develop future club leaders who have the necessary skills, knowledge, and motivation to: sustain and expand their membership base; implement successful projects that address the needs of their communities and communities in other countries; and support TRF through both program participation and financial contributions. The governors-elect shall plan, conduct, direct, and supervise the district training assembly club leadership learning seminar. In special circumstances, the board may authorize a district training assembly club leadership learning seminar at a date other than those specified here. Those specifically invited shall include incoming club presidents and club leaders.

15.040. District Conference and District Legislation Meeting.

15.040.1. Time.

A district conference shall be held annually at a time agreed upon by the governor and the presidents of a majority of the clubs. 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 club leadership learning seminar, the international assembly, or the international convention. The board may authorize two or more districts to hold their conferences together. The district may also hold a district legislation meeting, after all clubs receive 21 days' notice, at a time and place set by the governor. If most of the clubs request a district legislation meeting, specifying the items to be discussed, the governor shall convene the meeting within eight weeks of the request.

1 **15.050. Voting at District Conferences and District Legislation Meetings.**

2
3 **15.050.4. District Club Ballot.**

4 Any decision or election that the bylaws authorize at a conference or ~~training~~
5 assembly club leadership learning seminar may be the subject of a club ballot. A
6 club ballot shall follow the procedures in section 12.050. as nearly as possible.

7
8 **15.060. District Finances.**

9
10 **15.060.2. Approval of Levy.**

11 There shall be a per capita levy on members in the district to finance the District
12 Fund. The amount of the levy shall be set by:

- 13 (a) the conference by a majority of the electors present and voting; or
14 (b) the ~~training assembly~~ club leadership learning seminar or the ~~(PETS)~~
15 presidents-elect learning seminar by three-fourths of the incoming club
16 presidents, including any representatives designated under article 11,
17 section 5(c) of the standard club constitution.
18

19 **Article 16 Governors**

20
21 **16.030. Duties of a Governor.**

22 The governor is the officer of RI in the district, functioning under the general
23 control and supervision of the board. The governor shall inspire and motivate the
24 clubs in the district. The governor shall ensure continuity within the district by
25 working with past, current, and incoming district leaders. The governor is
26 responsible for:

- 27 (a) organizing new clubs;
28 (b) strengthening existing clubs;
29 (c) promoting membership growth;
30 (d) working with district and club leaders to encourage participation in a
31 district leadership plan as developed by the board;
32 (e) furthering the Object of Rotary by providing leadership and supervision of
33 the clubs in the district;
34 (f) supporting TRF;
35 (g) promoting cordial relations among the clubs and Rotaract clubs and
36 between the clubs, Rotaract clubs, and RI;
37 (h) planning for and presiding at the district conference and assisting the
38 governor-elect in planning and preparing the ~~(PETS)~~ presidents-elect
39 learning seminar and the ~~district training assembly~~ club leadership
40 learning seminar;
41 (i) conducting an official visit to each club, individually or in multi-club
42 meetings, that maximizes the governor's presence to:
43 1. focus attention on important Rotary issues;
44 2. provide special attention to weak and struggling clubs;
45 3. motivate Rotarians to participate in service activities;

- 1 4. ensure that the club constitution and bylaws comply with the
2 constitutional documents, especially following councils on legislation;
3 and
4 5. personally recognize the outstanding contributions of Rotarians in the
5 district;
6 (j) issuing a monthly communication to each club;
7 (k) reporting promptly to RI as required by the president or the board;
8 (l) providing the governor-elect, before the international assembly, full
9 information about the condition of clubs and recommended action to
10 strengthen them;
11 (m) assuring that district nominations and elections comply with the
12 constitutional documents and RI's established policies;
13 (n) inquiring regularly about the activities of Rotarian organizations in the
14 district;
15 (o) transferring district files to the governor-elect; and
16 (p) performing any other duties as are inherent of an RI officer.

17
18 *And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*
19

20 **Article 10 Attendance**

21 **Section 1 — General Provisions.** Each member should attend this club's regular
22 meetings, or its satellite club's regular meetings, and engage in this club's
23 service projects, events, and other activities. A member shall be counted as
24 attending a regular meeting if the member:

- 25
26 (d) makes up the absence in any of the following ways within the same year:
27
28 (7) attends an RI convention, a council on legislation, an international
29 assembly, a Rotary institute, any meeting convened with the approval
30 of the RI board of directors or the RI president, a multizone
31 conference, a meeting of an RI committee, a district conference, a
32 ~~district training assembly~~ club leadership learning seminar, any district
33 meeting held at the direction of the RI board, any district committee
34 meeting held by direction of the governor, or a regularly announced
35 intercity meeting of clubs.
36

37 **Article 11 Directors and Officers and Committees**

38
39 **Section 5 — Election of Officers.**
40

- 41 (c) *Qualifications of President.* A candidate for president must be a member of
42 this club for at least one year before being nominated, unless the governor
43 determines that less than a full year satisfies this requirement. The
44 president-elect shall attend the presidents-elect ~~training~~ learning seminar
45 and the ~~training assembly~~ club leadership learning seminar unless excused
46 by the governor-elect. If excused, the president-elect shall send a club
47 representative. If the president-elect does not attend the presidents-elect

1 ~~training~~ learning seminar and the ~~training assembly club~~ leadership
2 learning seminar and has not been excused by the governor-elect or, if
3 excused, does not send a club representative to these meetings, the
4 president-elect shall not serve as club president. The current president then
5 shall continue to serve until the election of a successor who has attended a
6 presidents-elect ~~training~~ learning seminar and ~~training assembly club~~
7 leadership learning seminar or ~~training~~ learning deemed sufficient by the
8 governor-elect.

(End of Text)

PURPOSE AND EFFECT

9 Rotary is shifting from a culture of training to a culture of participant-centered
10 learning to better develop leaders, and engage members. Rotary clubs and
11 districts currently employ a training model that requires someone with
12 information to deliver that knowledge in a lecture format to a group of
13 participants and is confined to that event. Relevant research indicates that adult
14 learners are motivated to learn when they have ideas to share, problems to solve,
15 or goals to achieve. Therefore, participant-centered learning is an approach in
16 which participants are empowered, active, and engaged, having opportunities to
17 learn independently and from one another, building on their knowledge and
18 experience through a continuous process.

19
20 As Rotary's approach to knowledge and skill building shifts to a learning model
21 and we put participants at the center of the learning experience, they become
22 empowered to decide what they need to learn and how they will learn it. Giving
23 members meaningful opportunities to contribute, lead, and grow empowers and
24 engages them, which encourages retention. The Rotary learner benefits from this
25 approach by asking questions and hearing from their peers about how they
26 approach similar issues.

27
28 This change shows our Action Plan at work. We will enhance participant
29 engagement by creating engaging learning experiences that promote networking,
30 idea sharing, regionalization, and the most important topics to participants.

31
32 This shift includes updating our language and the names of our official events.
33 Title changes strive to clarify audience and what they are doing. Changing the
34 presidents-elect training seminar to presidents-elect learning seminar and the
35 district training assembly to club leadership learning seminar will emphasize this
36 culture shift and help clubs and districts with adoption.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-77

To provide for alternate training for presidents-elect

Proposer(s): Rotary Club of Ulhasnagar, District 3142, India

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

Article 15 Districts

15.020. Presidents-elect Training Seminar (PETS).

A district (or multidistrict) PETS shall be held annually, preferably in February or March, to orient and train presidents-elect in the district as determined by the board. The governors-elect shall plan, conduct, direct, and supervise the PETS. The governors-elect shall also coordinate alternate training, as needed, for club presidents-elect who are unable to attend the PETS.

15.030. District Training Assembly.

A district (or multidistrict) training assembly shall be held annually, preferably in March, April, or May, to develop club leaders who have the necessary skills, knowledge, and motivation to: sustain and expand their membership base; implement successful projects that address the needs of their communities and communities in other countries; and support TRF through both program participation and financial contributions. The governors-elect shall plan, conduct, direct, and supervise the district training assembly. The governors-elect shall also coordinate alternate training, as needed, for club presidents-elect who are unable to attend the district training assembly. In special circumstances, the board may authorize a district training assembly at a date other than those specified here. Those specifically invited shall include incoming club presidents and club leaders.

*And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 11 Directors and Officers and Committees

Section 5 — Election of Officers.

- (c) *Qualifications of President.* A candidate for president must be a member of this club for at least one year before being nominated, unless the governor determines that less than a full year satisfies this requirement. The president-elect shall attend the presidents-elect training seminar and the training assembly ~~unless excused by the governor-elect or alternate training coordinated by the governor-elect. If excused, the president-elect shall send a club representative.~~ If the president-elect does not attend the presidents-elect training seminar and the training assembly ~~and has not been excused~~

1 ~~by the governor-elect or, if excused, does not send a club representative to~~
2 ~~these meetings or the alternate training~~, the president-elect shall not serve
3 as club president. The current president then shall continue to serve until
4 the election of a successor who has attended a presidents-elect training
5 seminar and training assembly or training deemed sufficient by the
6 governor-elect.

(End of Text)

PURPOSE AND EFFECT

7 It often occurs that club presidents-elect, despite having fully completed their
8 training, are compelled to step down at or immediately prior to the beginning of
9 their term. The club board must then interview other members and confirm that
10 they can serve instead, by which point there is no longer any training available for
11 the position. Sending a club representative is not possible once the training
12 events have concluded. Instead, it is proposed that the governor-elect, who may
13 work with the district learning facilitator as well as appoint an additional learning
14 facilitator, shall coordinate a training specifically designated for this purpose.
15 Such training can also be provided to any president-elect who has missed the
16 original training and still wishes to continue on with his/her assignment, and can
17 even be arranged for multiple clubs should it become necessary. This important
18 supplementary activity will support both the club and district in their effort to
19 ensure that every president-elect receives training before taking office.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-78

To revise the first Avenue of Service to better define club service

Proposer(s): District 2800, Japan

*To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 6 Five Avenues of Service

Rotary's five Avenues of Service are the philosophical and practical framework for the work of this Rotary club.

1. Club Service, the first Avenue of Service, involves proactive action a member should take within this club ~~to help it function successfully that fully conveys their fellowship and integrity, as well as administration by the club leadership based on the principles of diversity, equity, and inclusion, to achieve its purposes.~~
2. Vocational Service, the second Avenue of Service, has the purpose of promoting high ethical standards in businesses and professions, recognizing the worthiness of all dignified occupations, and fostering the ideal of service in the pursuit of all vocations. The role of members includes conducting themselves and their businesses in accordance with Rotary's principles and lending their vocational skills to club-developed projects in order to address the issues and needs of society.
3. Community Service, the third Avenue of Service, comprises varied efforts that members make, sometimes in conjunction with others, to improve the quality of life of those who live within this club's locality or municipality by striving for positive peace in the community.
4. International Service, the fourth Avenue of Service, comprises those activities that members do to advance international understanding, goodwill, and positive peace by fostering acquaintance with people of other countries, their cultures, customs, accomplishments, aspirations, and problems, through reading and correspondence and through cooperation in all club activities and projects designed to help people in other lands.
5. Youth Service, the fifth Avenue of Service, recognizes the positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects, and exchange programs that enrich and foster positive world peace and cultural understanding.

(End of Text)

PURPOSE AND EFFECT

1 Article 6 of the Standard Rotary Club Constitution describes the five Avenues of
2 Service. However, the description of Club Service, the first Avenue of Service, is
3 shorter than those provided for the others, and more difficult to understand.

4
5 One reason for this might be the vaguely worded phrase “function successfully,”
6 which is better stated as “achieve the purposes of this club.” (See Article 3,
7 Purposes, in the Standard Rotary Club Constitution.) A second can be found in
8 the following description of club service, which Rotary included as part of its 1931
9 publication, ‘The Aims and Objects Plan’ (Pamphlet No. 3) and in the 1932
10 *Manual of Procedure*: “Individual Rotarian has a duty to the particular club of
11 which he is a member; each club has a responsibility toward the men who
12 compose its membership.” This makes it clear that, in actuality, club service
13 comprises two principal duties, namely that of the members and that of the club.
14 If that dual sense of the term is properly conveyed using Rotary’s modern guiding
15 principles, then it will be more easily understood as a definition of Club Service.

16
17 For these reasons, we propose the changes above.

FINANCIAL IMPACT

18 This enactment could have a financial impact on RI which cannot be determined
19 at this time. Cost would be dependent on the scope and extent of support
20 provided by the RI Board to accomplish this goal.

PROPOSED ENACTMENT 25-79

To revise the third Avenue of Service to include support for those who face mental health challenges

Proposer(s): Rotary Club of Miyazaki, District 2730, Japan

*To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 6 Five Avenues of Service

Rotary's five Avenues of Service are the philosophical and practical framework for the work of this Rotary club.

1. Club Service, the first Avenue of Service, involves action a member should take within this club to help it function successfully.
2. Vocational Service, the second Avenue of Service, has the purpose of promoting high ethical standards in businesses and professions, recognizing the worthiness of all dignified occupations, and fostering the ideal of service in the pursuit of all vocations. The role of members includes conducting themselves and their businesses in accordance with Rotary's principles and lending their vocational skills to club-developed projects in order to address the issues and needs of society.
3. Community Service, the third Avenue of Service, comprises varied efforts that members make, sometimes in conjunction with others, to eliminate social stigma against and provide support for people who face mental health challenges, as well as to improve the quality of life of those who live within the club's locality or municipality by striving for positive peace in the community.
4. International Service, the fourth Avenue of Service, comprises those activities that members do to advance international understanding, goodwill, and positive peace by fostering acquaintance with people of other countries, their cultures, customs, accomplishments, aspirations, and problems, through reading and correspondence and through cooperation in all club activities and projects designed to help people in other lands.
5. Youth Service, the fifth Avenue of Service, recognizes the positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects, and exchange programs that enrich and foster positive world peace and cultural understanding.

(End of Text)

PURPOSE AND EFFECT

We believe that the third Avenue of Service, Community Service, should be revised to include a reference to mental health support.

1 President Gordon McNally's recent introduction of a Rotary initiative to improve
2 mental health creates hope that this will be the start of further action and efforts.
3 By explicitly acknowledging the importance of mental health support to each
4 Rotarian, and fully crediting the courage of those who seek assistance with such
5 issues, we are embarking upon a project that is essential to the well-being of
6 people in the international community and, at the same time, will also positively
7 impact Rotary's public image.

FINANCIAL IMPACT

8 This enactment could have a financial impact on RI which cannot be determined
9 at this time. Cost would be dependent on the scope and extent of support
10 provided by the RI Board to accomplish this goal. Rotary does not stipulate the
11 issues or causes to be addressed by clubs.

PROPOSED ENACTMENT 25-80

To revise the Avenues of Service

Proposer(s): Rotary Club of Tokyo Hongo, District 2580, Japan

*To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

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~~ three 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 6 ~~Five~~ Three Avenues of Service

Rotary's ~~five~~ three Avenues of Service are the philosophical and practical framework for the work of this Rotary club.

1. Club Service, the first Avenue of Service, involves action a member should take within this club to help it function successfully.
2. Vocational Service, the second Avenue of Service, has the purpose of promoting high ethical standards in businesses and professions, recognizing the worthiness of all dignified occupations, and fostering the ideal of service in the pursuit of all vocations. The role of members includes conducting themselves and their businesses in accordance with Rotary's principles ~~and lending their vocational skills to club-developed projects in order to address the issues and needs of society.~~
3. Community Service, the third Avenue of Service, comprises varied efforts that members make for youth and social issues, sometimes in conjunction with others, to improve the quality of life of ~~those who live within this club's locality or municipality~~ people by striving for positive peace in the community ~~and between or among countries.~~
- ~~4. International Service, the fourth Avenue of Service, comprises those activities that members do to advance international understanding, goodwill, and positive peace by fostering acquaintance with people of other countries, their cultures, customs, accomplishments, aspirations, and problems, through reading and correspondence and through cooperation in all club activities and projects designed to help people in other lands.~~
- ~~5. Youth Service, the fifth Avenue of Service, recognizes the positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects,~~

1 ~~and exchange programs that enrich and foster positive world peace and~~
2 ~~cultural understanding.~~

(End of Text)

PURPOSE AND EFFECT

3 The purpose of this enactment is not to remove International Service and Youth
4 Service from the list of service activities available to Rotarians, but rather to
5 update them as concepts that fit more readily into Rotary's framework of
6 diversity, inclusivity, and flexibility.

7
8 As originally defined, the Avenues of Service were grouped into three general
9 categories:

10
11 Club Service - service to the club by Rotarians
12 Vocational Service - service to society by Rotarians through their vocations
13 Community Service - service to society to solve its issues by Rotarians
14 either individually or collectively with other members or other people
15

16 Then, as Rotary continued to expand globally, International Service was added.
17

18 The subsequent inclusion of group activities into Vocational Service and the
19 addition of Youth Service as the fifth Avenue of Service have only served to
20 further expand the list of service activities. Proposals to add new areas of activity,
21 such as those focused on the environment or gender, are submitted to each
22 Council.
23

24 The service required of Rotary changes over time, but the club constitution
25 cannot be constantly revised. The Council on Legislation meets once every three
26 years and is not equipped to address a rapidly changing society.
27

28 Societies vary throughout the world and each club serves in a manner consistent
29 with its own community, but the club constitution is a generalized document and
30 does not easily accommodate such diversity.
31

32 Therefore, it is proposed that the Avenues of Service be restored to their original
33 form as a set of broad provisions outlining the general categories of service. With
34 such flexibility, clubs will be empowered to meet the needs of their communities
35 and carry out a variety of service activities in a timely manner.
36

37 International Service, though recognized as a separate Avenue of Service when it
38 was added, can be viewed as a sub-category of Community Service in today's
39 globalized society.

FINANCIAL IMPACT

- 1 This enactment could have a financial impact on RI which cannot be determined
- 2 at this time. Cost would be dependent on the scope and extent of support
- 3 provided to the RI Board to accomplish this goal.

PROPOSED ENACTMENT 25-81

To amend the Object of Rotary

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

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

Article 3 Object

The Object of Rotary is to encourage and foster the ideal of service as a basis of worthy ~~enterprise~~ activity 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;
- Third.* The application of the ideal of service in each Rotarian's personal, business, and community life;
- Fourth.* The advancement of international understanding, goodwill, and peace through a world fellowship of business and professional persons united in the ideal of service.

*And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 5 Object

The Object of Rotary is to encourage and foster the ideal of service as a basis of worthy ~~enterprise~~ activity 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;
- Third.* The application of the ideal of service in each Rotarian's personal, business, and community life;
- Fourth.* The advancement of international understanding, goodwill, and peace through a world fellowship of business and professional persons united in the ideal of service.

(End of Text)

PURPOSE AND EFFECT

The words and phrasing used in the constitutional documents should be generally well chosen, serving to convey the intended meaning of those documents in a clear and concise manner.

1 One notable exception to this is the word “enterprise” as it occurs in the Object of
2 Rotary, a somewhat vague term subject to various interpretations by Rotarians
3 throughout the years.

4
5 RI better conveys the sense of this term in its motto for the International Assembly,
6 “Join Leaders, Exchange Ideas, Take Action,” which refers unambiguously to positive
7 action as the basis for the achievement of Rotary’s fundamental objectives.
8 Accordingly, this enactment would substitute the word “activity” for “enterprise” as
9 noted above, a change we believe will be helpful in situating that specific reference
10 within its proper context. This is important so that Rotarians around the world can
11 develop a better basic understanding of the Object of Rotary.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-82

To amend the Object of Rotary

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

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

Article 3 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;
- Third.* The application of the ideal of service in each Rotarian's personal, business, and community life;
- Fourth.* The advancement of international understanding, goodwill, and peace through a world fellowship of ~~business and professional persons~~ Rotarians and persons belonging to the family of Rotary united in the ideal of service.

*And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

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;
- Third.* The application of the ideal of service in each Rotarian's personal, business, and community life;
- Fourth.* The advancement of international understanding, goodwill, and peace through a world fellowship of ~~business and professional persons~~ Rotarians and persons belonging to the family of Rotary united in the ideal of service.

(End of Text)

PURPOSE AND EFFECT

The broad category of Rotary membership presently includes not only Rotarians but Rotaractors, a large number of whom attend university or graduate school, as

1 well as many other non-professionals. It is therefore fitting and appropriate that
2 RI officially recognize these individuals as full members of the family of Rotary
3 and confirm that participation in Rotary activities is no longer limited to those
4 possessing a professional background. For these reasons, this enactment would
5 amend the fourth Object of Rotary by deleting the words “business and
6 professional persons” and replacing them with “Rotarians and the family of
7 Rotary.”

FINANCIAL IMPACT

8 This enactment could have a financial impact on RI which cannot be determined
9 at this time. Cost would be dependent on the scope and extent of support
10 provided by the RI Board to accomplish this goal.

PROPOSED ENACTMENT 25-83

To provide for a start and end time to club meetings

Proposer(s): District 2680, Japan

1 *To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

2

3 **Article 7 Meetings**

4

5 **Section 1 — Regular Meetings.**

6 (a) *Day and Time.* This club shall hold a regular weekly meeting on the day
7 and ~~time set~~ from the starting time to the ending time specified for such
8 meeting in the bylaws.

(End of Text)

PURPOSE AND EFFECT

9 The club meeting time referenced in Article 7, Section 1(a) of the Standard Rotary
10 Club Constitution is interpreted as referring to the meeting's starting time rather
11 than the period defining the full length of the meeting. Yet even so, it is expected
12 that a Rotarian attend at least 60 percent of each regular meeting held by the club
13 (Standard Rotary Club Constitution Article 10, Section 1(a)).

14

15 Such a requirement is in conflict with the practice followed by many clubs of
16 including the starting time of a regular meeting in their bylaws without also
17 officially noting the time of its conclusion, a situation that causes confusion as to
18 its actual duration.

19

20 To resolve the issue, we propose amending Article 7, Section 1(a) to specifically
21 reference the beginning and ending times of the regular club meeting. The
22 amendment would also make this section fully consistent with Article 10, Section
23 1(a).

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-84

To amend the frequency of club meeting cancellations

Proposer(s): District 2660, Japan

*To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 7 Meetings

Section 1 — Regular Meetings.

(d) *Cancellation.* The board may cancel a regular meeting for these reasons:

(1) a holiday, or during a week that includes a holiday;

(2) in observance of the death of a member;

(3) an epidemic or a disaster that affects the whole community; or

(4) an armed conflict in the community.

The board may cancel up to four regular meetings a year for the reason described in (1) above and causes not listed here, but may not cancel more than three consecutive meetings. This provision shall not apply if regular meetings are canceled for reasons described in (2), (3) and (4) above.

(End of Text)

PURPOSE AND EFFECT

A club's annual schedule of regular meetings is determined prior to the beginning of each Rotary year. At the time the schedule is prepared, one can plan for cancellations due to regular holidays, but not for epidemics, disasters, armed conflicts, or the death of a member. Under normal circumstances, clubs have no difficulty in applying the provision allowing for the cancellation of up to four regular meetings a year and not allowing the cancellation of more than three consecutive meetings. However, it is impossible to comply with such provisions in the case of an emergency cancellation. During the COVID-19 pandemic, for example, it was understood that all clubs would need to exceed this limit as a matter of course. If Article 7, Section 1(d) is amended as described above, it will be possible to deal with unforeseen club meeting cancellations in a more practical and realistic manner.

FINANCIAL IMPACT

This enactment would have no substantial financial impact on RI.

PROPOSED ENACTMENT 25-85

To amend the timeframe for making up an absence

Proposer(s): Rotary Club of Chigasaki, District 2780, Japan

*To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 10 Attendance

Section 1 — General Provisions. Each member should attend this club's regular meetings, or its satellite club's regular meetings, and engage in this club's service projects, events, and other activities. A member shall be counted as attending a regular meeting if the member:

- (a) is present in person, by telephone, or online for at least 60 percent of the meeting;
- (b) is present but called away unexpectedly and later presents to the board satisfactory evidence that leaving was reasonable;
- (c) participates in the regular online meeting or interactive activity posted on the club's website within one week after its posting; or
- (d) makes up the absence in any of the following ways within the same year or within two weeks of the beginning of the next year:
 - (1) attends at least 60 percent of the regular meeting of another club, 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 meeting or interactive activity;
 - (6) 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 an RI convention, a council on legislation, an international assembly, a Rotary institute, any meeting convened with the approval of the RI board of directors or the RI president, a multizone conference, a meeting of an RI committee, a district conference, a district training assembly, any district meeting held at the direction of the RI board, any district committee meeting held by direction of the governor, or a regularly announced intercity meeting of clubs.

(End of Text)

PURPOSE AND EFFECT

1 In 2016, the Council on Legislation adopted legislation providing for greater
2 flexibility in meetings, membership, and attendance. As part of this important
3 modification, it amended Article 10, Section 1 of the Standard Rotary Club
4 Constitution by extending the make-up period for an excused absence from two
5 weeks 'before or after the absence' to within the same year in which the meeting
6 occurred.

7
8 If, for example, a member should miss the last meeting at the end of the Rotary
9 year, there is currently no make-up period available to the member and their
10 'missed' meeting will therefore be recorded as an absence, a circumstance unfair
11 to those who are otherwise regular in their attendance habits.

12
13 In the case of such absences, we believe the allowance of an additional two-week
14 make-up period in the following year will be helpful in improving members'
15 attentiveness to RI's established attendance rules and may thereby also lead to
16 the revitalization of regular meetings as a general practice among clubs
17 worldwide.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 25-86

To amend the termination process for consecutive absences

Proposer(s): Rotary Club of Hadano, District 2780, Japan
Rotary Club of Sagamihara-South, District 2780, Japan

*To amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

Article 13 Duration of Membership

Section 4 — Termination Non-attendance.

- (b) *Consecutive Absences.* Non-attendance may be considered a request to terminate membership in this club, if a member fails to attend or make up ~~four consecutive~~ any regular meetings scheduled consecutively over a two-month period, unless otherwise excused by the board for good and sufficient reason or pursuant to article 10, sections 4 or 5. After the board notifies the member, the board, by a majority vote, may terminate the member's membership.

(End of Text)

PURPOSE AND EFFECT

The 2016 Council on Legislation approved a number of changes to allow for flexibility in meetings, membership, and attendance. Under these revised rules, RI provides clubs with the option of meeting either weekly or twice a month, and obligates them to terminate the membership of any member who is absent for more than four consecutive regular meetings of the member's club.

This is decidedly unfair to the members of a club that meets on a weekly basis, as the current calculation effectively halves the amount of time in which they may incur absences.

We believe that this specific criterion for termination should focus not upon the number of absences accumulated, but upon the overall duration of the absences, and feel such a change would be in keeping with part four of The Four-Way Test, "Is it FAIR to all concerned?"

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.