



2022 COUNCIL ON LEGISLATION
OF ROTARY INTERNATIONAL

ADOPTED LEGISLATION

10-14 April 2022 | Chicago, Illinois, USA



2022 COUNCIL ON LEGISLATION

TABLE OF CONTENTS

Club Administration

- 22-07 To amend the amount of time club boards have to provide minutes to their members

Membership

- 22-10 To add equity and inclusion to the building of a well-balanced membership
- 22-13 To remove the requirement that a member must work or reside in the locality of their club
- 22-14 To allow active members to propose prospective members in any club
- 22-15 To amend the provisions for membership in a satellite club

Rotaract

- 22-18 To state that Rotaractors may be members of RI committees

RI Officers and Elections

- 22-20 To revise the timeline for president and director elections
- 22-21 To amend the qualifications for director and membership on the director nominating committee
- 22-27 To authorize the board to remove a Rotarian's past officer status

Rotary International—general

- 22-28 To revise the process for changing sections in a zone
- 22-32 To amend the officers of RIBI

Rotary International—clubs

- 22-38 To authorize the Board to suspend or terminate a club or Rotaract club for initiating litigation against a district

Rotary International—clubs

- 22-39 To amend the provisions regarding RI Committees

Per Capita Dues

- 22-46 To increase per capita dues

Rotary International Finances

- 22-52 To amend the provisions regarding the Audit Committee and audited financial statements
- 22-53 To amend where the Board must report expenditures from the RI reserve
- 22-54 To publish the RI budget and annual report on the Rotary website

Councils—pre-meeting procedures

- 22-56 To amend how districts may propose legislation and resolutions
- 22-57 To provide for the type of urgent enactments that may be considered by the Council on Resolutions
- 22-59 To amend the deadline for the RI Board to propose position statements
- 22-61 To eliminate inconsistencies in the RI Bylaws

Councils—miscellaneous

- 22-69 To provide that governors are notified of actions taken on adopted resolutions
- 22-70 To modernize and streamline the RI Constitution without making any substantive changes

District Administration

- 22-71 To provide for the administration of clubs in a pilot project
- 22-72 To revise the criteria for changing district boundaries

Avenues of Service, Object of Rotary, and Code of Conduct

- 22-78 To amend the Avenues of Service to include positive peace

Club Meetings and Attendance

- 22-84 To allow Rotaractors to attend Rotary club meetings
- 22-85 To remove the attendance report requirement
- 22-92 To revise the process for approving excused absences

PROPOSED ENACTMENT 22-07

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

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

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

2

3 **Article 7 Meetings**

4

5 **Section 3 — Board Meetings.** Within ~~60~~ 30 days after all board meetings,
6 written minutes should be available to all members.

(End of Text)

PURPOSE AND EFFECT

7 Minutes of Rotary club meetings are very important documents from which club
8 members may learn of the decisions their clubs have made. For the purposes of
9 scheduling and conducting club service activities, the current 60-day period,
10 which is based on RI's and The Rotary Foundation's rules for publishing their
11 meeting minutes, is excessively long. We propose that the time period be changed
12 to 30 days, so that club members may be informed of their clubs' decisions as
13 soon as possible. This change would expedite the communication of club
14 information to members, including those unable to attend meetings, thus
15 increasing the number of participants in the club's service activities.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-10

To add equity and inclusion to the building of a well-balanced membership

Proposer(s): Rotary Club of Annanagar Aadithya, District 3232, India

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

2

3 **Article 4 Membership in Clubs**

4

5 **4.070. Diversity of Membership.**

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

(End of Text)

PURPOSE AND EFFECT

13 Diversity is rightly included among the core values of Rotary, along with
14 Friendship, Integrity, Service, and Leadership. Diversity ensures that different
15 perspectives, cultures, and values are accepted, appreciated, and celebrated. To
16 Diversity, we would like to add the values of Equity and Inclusion:

- 17 • in diversity lies zest, beauty, and power;
- 18 • in equity lies the harnessing of talent, and competence; and
- 19 • in inclusion lies unity and satisfaction with the Rotary experience.

20

21 The human family is what Rotary seeks to create on earth. This enactment refers
22 to the feeling of family that ensures lifelong relationships in every club.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-13

To remove the requirement that a member must work or reside in the locality of their club

Proposer(s): Rotary Club of East Sacramento, District 5180, USA

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

2

3 **Article 5 Membership**

4

5 **Section 2 — Composition of Clubs.**

- 6 (a) A club shall be composed of adult persons who demonstrate good
7 character, integrity, and leadership; possess good reputation within their
8 business, profession, occupation, and/or community; and are willing to
9 serve in their community and/or around the world ~~and having their place of~~
10 ~~business or residence located in the locality of the club or the surrounding~~
11 ~~area. A member moving from the locality of the club or the surrounding~~
12 ~~area may retain membership in the club where the member's board grants~~
13 ~~such permission and said member continues to meet all conditions of club~~
14 ~~membership.~~

15

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

17

18 **Article 13 Duration of Membership**

19

20 **Section 2 — Automatic Termination.**

- 21 ~~(a) **Exceptions.** Membership shall automatically terminate when a member no~~
22 ~~longer meets the membership qualifications, except that when a member~~
23 ~~moves from the locality of this club or the surrounding area, but continues~~
24 ~~to meet all conditions of club membership, the board may:~~
25 ~~(1) allow a member to remain in this club; or~~
26 ~~(2) grant a special leave of absence, not to exceed one year, to enable the~~
27 ~~member to visit and become known to a club in the new community.~~
28 ~~(b) (a) **Rejoining.** When a member in good standing has their membership~~
29 ~~terminated as described in subsection (a), that person may apply for~~
30 ~~membership again, under the same or another business, profession,~~
31 ~~occupation, community service, or other classification.~~
32 ~~(e) (b) **Termination of Honorary Membership.** Honorary membership shall~~
33 ~~automatically terminate at the end of the term of membership set by the~~
34 ~~board, unless extended. The board may revoke an honorary membership at~~
35 ~~any time.~~

(End of Text)

PURPOSE AND EFFECT

1 This proposal would eliminate the requirement that a member work or live in the
2 locality or surrounding area of his/her club and would align the RI Constitution
3 and the Standard Rotary Club Constitution with RI's other governance
4 documents, as well as current club practices. As written, Article 5, Section 2(a) of
5 the RI Constitution and Article 13, Section 2(a) of the Standard Rotary Club
6 Constitution require members to have a local presence with their clubs through
7 business or residence. They are inconsistent with the structure of certain Rotary
8 clubs and limit, rather than expand, membership.

9
10 The world's first online-only Rotary club was successfully chartered in 2002 and
11 has members from multiple countries and continents. Since then, other e-clubs
12 and passport clubs have been formed and are growing. They allow flexibility,
13 affordability, and accessibility and do not require members to have a physical
14 presence in a particular locality.

15
16 With the advancement of technology, people of all ages and backgrounds,
17 particularly those who are younger, have family and job commitments, or are
18 financially limited, should be encouraged to join a Rotary club that appeals to
19 them and fits their needs. Rotary clubs should have the ability to develop
20 membership beyond their geographical limits if the club and the prospective
21 member have shared values and interests.

22
23 The COVID-19 crisis has increased the use of online platforms to conduct
24 meetings and enabled people to connect with Rotary clubs in ways and across
25 localities that were not previously utilized. For many, this has broadened their
26 awareness of Rotary and opportunities for service. While in-person meetings
27 remain essential for community projects, events, and relationships, it is time and
28 appropriate for clubs to expand their reach to those who want to join and offer
29 their services, regardless of where they work and live.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-14

To allow active members to propose prospective members in any club

Proposer(s): Rotary Club of Itajaí-Porta do Vale, District 4652, Brazil

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

2

3 **Article 4 Membership in Clubs**

4

5 **4.100. Sponsorship of Members.**

6 **Members may propose prospective members for membership in any club.**

(Subsequent sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

7 Despite the persistent recruiting efforts of RI, districts, and clubs, there is little
8 data to show that membership has substantially increased for RI.

9

10 All of Rotary should be able to benefit from the extensive network of friendships
11 and professional relationships maintained by Rotarians. This proposal would
12 enable active members to propose and sponsor new Rotarians' membership in
13 any Rotary club, in addition to that of the active member. In such a scenario, the
14 sponsor would be recognized for referrals that end up successfully joining a club
15 officially affiliated with RI.

16

17 The proposal is very much in line with the actions already being taken by RI to
18 attract new members. It will support these initiatives and also generate additional
19 per capita dues revenue for RI.

FINANCIAL IMPACT

20 This enactment would have no substantial financial impact on RI. In addition,
21 membership referrals to other clubs are already permitted through Rotary's
22 online Membership Leads tool.

PROPOSED ENACTMENT 22-15

To amend the provisions for membership in a satellite club

Proposer(s): District 5060, Canada and USA

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

2
3 **Article 1 Definitions**

- 4 1. Board: The RI Board of Directors.
5 2. Club: A Rotary club.
6 3. Constitutional documents: The RI constitution and bylaws, and the standard Rotary club constitution.
7
8 4. Governor: The governor of a Rotary district.
9 5. Member: A member, other than an honorary member, of a Rotary club.
10
11 6. RI: Rotary International.
12 7. RIBI: The administrative territorial unit of RI in Great Britain and Ireland.
13
14 8. Rotaract club: A club of young adults.
15 9. Rotaractor: A member of a Rotaract club.
16 10. Satellite club: A potential club whose members are also members of ~~the~~ a club.
17
18 11. TRF: The Rotary Foundation.
19 12. In Writing: A communication capable of documentation, regardless of the method of transmission.
20
21 13. Year: The twelve-month period beginning 1 July.

22
23 **Article 4 Membership in Clubs**

24
25 **4.040. Prohibited Dual Memberships.**

26 No member shall simultaneously:

- 27 (a) belong to more than one club, other than a satellite of ~~that~~ a club; or
28 (b) be an honorary member in the same club.

29
30 *And to amend the **STANDARD ROTARY CLUB CONSTITUTION** as follows*

31
32 **Article 1 Definitions**

- 33 1. Board: The Board of Directors of this club.
34 2. Bylaws: The bylaws of this club.
35 3. Director: A director on this club's Board.
36 4. Member: A member, other than an honorary member, of this club.
37 5. RI: Rotary International.
38 6. Satellite club (when applicable): A potential club whose members shall also be members of ~~this~~ a club.
39

- 1 7. In Writing: A communication capable of documentation, regardless
2 of the method of transmission.
3 8. Year: The twelve-month period beginning 1 July.

4 **Article 8 Membership**

5
6
7 **Section 4 — *Satellite Club Members.*** Members of a satellite club of this club
8 shall also be members of ~~this a~~ club until the satellite club is admitted to RI
9 membership as a Rotary club.

10 **Section 5 — *Prohibited Dual Memberships.*** No member shall simultaneously

- 11 (a) belong to this and another club other than a satellite of ~~this a~~ club, or
12 (b) be an honorary member in this club.

(End of Text)

PURPOSE AND EFFECT

13 Satellite clubs are an effective tool for growing new and innovative Rotary clubs.
14 It is often the case that clubs that have operated successfully for many years have
15 customs and traditions that are not necessarily attractive to potential new
16 members, but the current membership of these clubs has enjoyed these traditions
17 and is not interested in significant change.

18
19 In a geographical region in which there may be several different Rotary clubs, the
20 formation of an alternate style of satellite club provides the opportunity for new
21 growth. The limitation that all members of the satellite club must be members
22 only of the host Rotary club limits the rate of potential growth since members of
23 one Rotary club are not enthusiastic about sponsoring a new member into a
24 Rotary club that is not their own.

25
26 Removing the single-club membership requirement allows all Rotarians in a
27 community to actively encourage new members who are interested in
28 participating with an alternative type of club, such as a satellite club.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-18

To state that Rotaractors may be members of RI committees

Proposer(s): Board of Directors of RI

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

2

3 **17.080. Membership on Committees.**

4 Except as otherwise provided in these bylaws, the president shall appoint the

5 members of the committees and any subcommittees after consulting the board.

6 Committees may include Rotaractors as members. The president shall designate

7 the chair of each committee and subcommittee and serve as an ex officio member

8 of all RI committees.

(End of Text)

PURPOSE AND EFFECT

9 With the elevation of Rotaract to a unique membership type in 2019, this
10 enactment allows Rotaractors to apply for and be eligible to serve on any RI
11 committee. At present, the RI Bylaws provide only for the appointment of
12 Rotarians to RI committees unless otherwise stated.

FINANCIAL IMPACT

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

Motion to Amend
District 3020, India

PROPOSED ENACTMENT 22-20

To revise the timeline for president and director elections

Proposer(s): Board of Directors of RI

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

2

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

4

5 **10.030.** *Election of Members to the Nominating Committee for President.*

6

7 10.030.3. *Two or More Eligible Past Directors from a Zone.*

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

10

11 10.030.3.1. *Ballot Procedure.*

12 The general secretary shall prepare a single transferable ballot, with the names of
13 all eligible past directors in alphabetical order. The general secretary shall send a
14 ballot with photographs and biographical statements of each past director to each
15 club in the zone by 15 May. The completed ballot shall be returned to the general
16 secretary at the World Headquarters by ~~30 June~~ 15 June. The number of a club's
17 votes is determined by the formula in subsection 15.050.1.

18

19 10.030.4. *Balloting Committee Meeting.*

20 A balloting committee, appointed by the president, meets at a time, place, and
21 manner determined by the president to examine and count the ballots, no later
22 than ~~10 July~~ 25 June. Within five days of meeting, the balloting committee shall
23 certify the balloting results to the general secretary.

24

25 **10.040.** *Committee Procedure.*

26

27 10.040.3. *Forwarding Names to Committee.*

28 The general secretary shall, between 1 May and 15 May, notify eligible Rotarians
29 and ask if they are willing to be considered for nomination for president. The
30 deadline for notifying the general secretary of willingness to serve is ~~30 June~~ 15
31 June. Those Rotarians not responding to the general secretary by ~~30 June~~ 15
32 June will not be considered by the nominating committee. The general secretary
33 shall forward the list of those willing to serve to the nominating committee and to
34 any Rotarian upon request at least one week before the committee meeting.

35

36 **10.070.** *Additional Nomination by Clubs.*

1 In addition to the nomination made by the committee, challenges may be made
2 in the following manner:

3
4 *10.070.1. Candidate Previously Considered and Concurrence.*

5 Any club may suggest as a challenging candidate a Rotarian who notified the
6 general secretary pursuant to subsection 10.040.3. of their willingness to be
7 considered for nomination for president through a resolution adopted by the
8 club. The resolution must be supported by a concurrence of at least a majority of
9 the clubs in the district obtained at a district conference or through a club ballot.
10 The concurrence must be certified to the general secretary by the governor. The
11 resolution must be accompanied by a written statement from the challenging
12 candidate agreeing to have the candidacy submitted to the clubs for
13 endorsement. The requirements must be received by ~~1 October~~ 15 September.

14
15 *10.070.2. Notification to Clubs of Challenging Candidates.*

16 After ~~1 October~~ 15 September, the general secretary shall notify the clubs of the
17 suggested challenging candidates and provide them with an endorsement form.
18

19 *10.070.4. Endorsement of Challenging Candidate.*

20 If on ~~15 November~~ 1 November, any challenging candidate has been endorsed by
21 1 percent of the clubs comprising the membership of RI as of the most recent club
22 invoice, with at least half of the endorsements from clubs in zones other than that
23 of the challenging candidate(s), the challenging candidate(s) and the committee's
24 nominee shall be balloted on as provided in section 10.090. If the challenging
25 candidate(s) fails to receive the prescribed endorsements by ~~15 November~~ 1
26 November, the president shall declare the committee's nominee to be the
27 president-nominee.
28

29 **10.090. Club Ballot.**

30 The procedure for electing a president by a club ballot as provided in section
31 10.070. shall be as follows:
32

33 *10.090.3. Distribution of Ballot.*

34 The balloting committee shall send the ballot to each club by ~~15 February~~ 1
35 January, with instructions that the completed ballot be returned to the balloting
36 committee at World Headquarters by ~~15 April~~ 15 February. The ballot shall
37 include photographs and biographical statements of the candidates.
38

39 *10.090.4. Club Voting.*

40 The number of a club's votes is determined by the formula in subsection 15.050.1.
41

42 *10.090.5. Balloting Committee Meeting.*

43 The balloting committee shall meet at a time, place, and manner determined by
44 the president, no later than ~~20 April~~ 20 February. The committee shall examine
45 and count the ballots. The balloting committee shall certify the results to the
46 general secretary within five days.
47

48 *10.090.6. Counting of Votes.*

1 The candidate receiving a majority of the votes shall be declared the president-
2 elect. The voting shall take into account the second and subsequent choices where
3 necessary.

4
5 10.090.7. *Announcement of President-elect.*

6 The president shall announce the name of the president-elect no later than ~~25~~
7 ~~April~~ 25 February.

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

10
11 **11.030. Club Ballot Procedure.**

12
13 11.030.3. *Deadline for Receipt of Ballots.*

14 The general secretary shall send the ballot including photographs and
15 biographical statements to each club in the zone or section no later than the
16 following 31 December. The ballot shall be sent with instructions that the
17 completed ballot must be returned to the general secretary at the World
18 Headquarters no later than ~~1 March~~ 1 February.

19
20 11.030.5. *Balloting Committee.*

21 The president shall appoint a balloting committee to examine and count ballots.
22 The committee shall meet at a time, place, and manner determined by the
23 president, no later than ~~5 March~~ 5 February. The committee shall certify the
24 results to the general secretary within five days.

25
26 11.030.7. *Announcement of Director-nominee.*

27 The president shall announce the name of the director-nominee selected no later
28 than ~~10 March~~ 10 February.

29
30 11.030.8. *Tie Vote.*

31 If a club ballot results in a tie for director-nominee, a second club ballot shall be
32 conducted. The general secretary shall prepare and send the ballots, which shall
33 include the names of the candidates who tied in the first club ballot, biographical
34 statements, and photographs. The ballots and other materials shall be sent to
35 each club in the zone or section by ~~15 March~~ 15 February with instructions that
36 the completed ballot be returned to the general secretary at the World
37 Headquarters no later than the following ~~1 May~~ 18 March. The balloting
38 committee shall meet at a time, place, and manner determined by the president
39 to count the ballots, no later than ~~5 May~~ 22 March. The balloting committee shall
40 certify the results to the general secretary within five days. The president shall
41 inform all clubs in the zone of the director-nominee no later than ~~10 May~~ 27
42 March.

(End of Text)

PURPOSE AND EFFECT

- 1 The amendment seeks to rationalize the deadlines for receipt of club ballots.
- 2 There is no reason for providing 45 days for turning in the ballots in the event of
- 3 a tie while the 30-day window was adequate for the earlier club ballot in the same
- 4 election.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-21

To amend the qualifications for director and membership on the director nominating committee

Proposer(s): Board of Directors of RI

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. ~~The~~
11 ~~candidate shall have attended at least two Rotary institutes and one convention~~
12 ~~in the 36-month period before being proposed.~~ No person who served a full term
13 as director, as defined in the bylaws or as determined by the board, may again be
14 a director except as president or president-elect.

15

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

17

18 **11.020. Selection of Director-nominee and Alternate by Nominating Committee**
19 *Procedure.*

20

21 **11.020.3. Membership on Nominating Committee.**

22 A nominating committee shall consist of one member from each district in the
23 zone or section elected by the clubs of the district as provided. Each member shall
24 be a past governor at the time of election, who is a member of a club in the
25 relevant zone or section. ~~The members shall have attended (a) at least two Rotary~~
26 ~~institutes of the zone from which the director is being nominated and (b) one~~
27 ~~convention in the three years before serving on the committee. A district may, by~~
28 ~~a resolution adopted at a district conference by a majority vote of the electors~~
29 ~~present and voting, dispense with some or all of requirements (a) or (b), if the~~
30 ~~resolution applies only to the next nominating committee.~~ Members shall be
31 elected for a term of one year. Directors or past directors shall not be eligible for
32 membership on the nominating committee. No Rotarian shall serve more than
33 twice as a member of the nominating committee. Each member shall have one
34 vote.

(End of Text)

PURPOSE AND EFFECT

1 Currently, all candidates for director and membership on the director-
2 nominating committee must have attended at least two Rotary institutes and one
3 convention in the previous 36 months. In some parts of the Rotary world,
4 particularly where there has not been a nearby convention in the preceding three
5 years, there are few Rotarians who meet this qualification. Thus, this requirement
6 may inadvertently be preventing otherwise qualified candidates from being
7 eligible to serve in these roles. Eliminating these requirements will help expand
8 the number of Rotarians that are eligible to serve in these two positions.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-27

To authorize the Board to remove a Rotarian's past officer status

Proposer(s): Board of Directors of RI

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

2

3 **Article 6 Officers**

4

5 **6.050. *Removal of Past Officer Status.***

6 The board, for cause, may remove a Rotarian's past officer status even though
7 they have served as a past officer. A Rotarian who has been determined by the
8 board to no longer be considered to be a past RI officer shall not be eligible to
9 serve in any office referenced in these bylaws for which serving as a past officer is
10 required. Prior to the board taking this action, the Rotarian shall be given an
11 opportunity for a hearing, to provide reasons as to why this action should not be
12 taken. Removal of an individual's past officer status requires a two-thirds vote of
13 the entire board.

(Subsequent sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

14 This item comes from the Board's Operations Review Committee. In certain
15 circumstances the Board currently may determine that a past officer will no
16 longer be considered to be a past officer of RI. The grounds for this determination
17 may include, but are not limited to, a finding that the past officer has been
18 involved in criminal activity, financial malfeasance, fraud, harassment, election
19 interference, or has acted in a manner inconsistent with the Rotarian Code of
20 Conduct.

21

22 However, the Board's determination not to consider a Rotarian to be a past officer
23 of RI does not currently prevent the person from seeking offices in RI for which
24 serving as a past officer is a prerequisite. The proposed legislation would remove
25 this inconsistency so that any Rotarian whose past officer status is removed will
26 not be considered a past officer for any purpose.

27

28

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-28

To revise the process for changing sections in a zone

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

6

7 11.010.4. *Realignment of Zones.*

8 Any new alignments can be made by the board.

9

10 11.010.5. *Sections Within Zones.*

11 The board may create, modify, or eliminate sections in zones in order to rotate
12 the directorship within a zone by nominating RI directors on a schedule set by
13 the board, based on an approximately equal of number of Rotarians. ~~Except for~~
14 ~~zones that include clubs in RIBI, no such section shall be created, modified, or~~
15 ~~eliminated over the objection of a majority of the clubs in the zone.~~

(End of Text)

PURPOSE AND EFFECT

16 Currently, RI Bylaws subsection 11.010.4. provides that the Board may create and
17 modify zones. RI Bylaws subsection 11.010.5. states that the Board may also
18 create and modify sections in zones when needed to ensure that the directorship
19 rotates within the zone. Currently, 10 of the 34 zones are sectioned.

20

21 While the Board can make changes to zone boundaries, the final sentence in
22 subsection 11.010.5. limits the Board's authority to create or modify sections
23 within zones and is inconsistent with subsection 11.010.4. This legislation would
24 clarify that the right to modify zones includes the right to modify sections within
25 zones.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-32

To amend the officers of RIBI

Proposer(s): General Council of RIBI, England

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

2

3 **Article 7 Officers**

4 **Section 1 – Titles.** The officers of RI shall be president, president-elect, vice-
5 president, treasurer, other directors, general secretary, district governors, and
6 the ~~president, immediate past president, vice-president~~ chair, chair-elect, and
7 honorary treasurer of RI in Great Britain and Ireland.

8

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

10

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

12

13 **11.040.** *Nominations for Officers of RIBI.*

14 Nominees for ~~president, vice-president~~ chair, chair-elect, and honorary treasurer
15 of RIBI shall be selected, proposed, and nominated pursuant to the bylaws of
16 RIBI.

(End of Text)

PURPOSE AND EFFECT

17

This enactment simply changes the title of the Rotarian who chairs the RIBI
18 General Council from “president” to “chair” and updates the RI officers from
19 within RIBI. In the rest of the Rotary world, the title “president” applies only to
20 club presidents and the president of RI. This enactment seeks to remove any
21 potential confusion between the RIBI president and the president of RI.

FINANCIAL IMPACT

22

This enactment would have no substantial financial impact on RI.

PROPOSED ENACTMENT 22-38

To authorize the Board to suspend or terminate a club or Rotaract club for initiating litigation against a district

Proposer(s): District 4590, Brazil

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

2

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

5

6 **3.020. Board Discipline, Suspension, or Termination of a Club or Rotaract**
7 **Club.**

8

9 **3.020.1. Suspension or Termination.**

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

11

12 (c) initiates or maintains, or retains a member or Rotaractor who initiates or
13 maintains, litigation against RI, ~~or TRF,~~ or the district, including their
14 directors, trustees, officers, agents, and employees, before exhausting all
15 remedies in the constitutional documents; or

(End of Text)

PURPOSE AND EFFECT

16 The purpose of this proposal is to discourage the use of litigation against the
17 district as an incorporated entity. It would also complement the existing
18 provision of using mediation or arbitration to solve conflicts between individuals
19 and Rotary institutions, RI Bylaws section 24.010., in which the district is already
20 included as an admissible party in disputes that require mediation or arbitration.

21

22 It is indicated in subsection 3.020.1. that the RI Board may impose sanctions,
23 such as suspension or termination, upon clubs maintaining in their membership
24 a person who initiates legal claims against Rotary institutions. However, no
25 mention is made of the district as an incorporated entity, even though Rotary
26 officers, such as governors, are included.

27

28 The amendment aims to remedy this omission and reinforce the obligation to
29 resort to mediation and arbitration prior to the pursuit of legal action. By
30 preventing unnecessary litigation, we can reduce legal expenses, mitigate
31 interpersonal relationship issues, fulfill the premises of The Four-Way Test and,
32 above all, preserve Rotary's public image.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-39

To amend the provisions regarding RI committees

Proposer(s): Board of Directors of RI

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

2
3 **Article 17 Committees**

4
5 **17.010. Standing and Other Committees.**

6 The board shall establish the following standing committees ~~on~~:

7 (a) audit

8 (b) constitution and bylaws

9 (c) districting

10 (d) election review

11 (e) finance

12 (f) membership

13 (g) operations review

14 (h) strategic planning

15
16 ~~(a) communications with six members, two appointed each year for three year~~
17 ~~terms;~~

18 ~~(b) constitution and bylaws with three members, one appointed each year for a~~
19 ~~three year term, except that in the year of the council on legislation there shall be~~
20 ~~four members, with the most recent past member serving a fourth year;~~

21 ~~(c) conventions with six members, including the chair of the host organization for~~
22 ~~the convention. The president may appoint as chair a Rotarian who previously~~
23 ~~served for two years as a member of a conventions committee but not as chair. In~~
24 ~~addition to the chair of a convention committee, one other member may be a~~
25 ~~person who previously served on a convention committee;~~

26 ~~(d) districting with three members, one appointed each year from the board for a~~
27 ~~three year term;~~

28 ~~(e) election review with six members, two appointed each year for three year terms;~~

29 ~~(f) finance with eight members, six serving three year terms with two members~~
30 ~~appointed each year, plus the RI treasurer and one board member appointed by the~~
31 ~~board, both serving one year terms as non-voting members; and~~

32 ~~(g) Rotaract with three members, one appointed each year for a three year term,~~
33 ~~plus three Rotaractors, with the committee co-chaired by one member and one~~
34 ~~Rotaractor.~~

35
36 **17.020. Other Committees.**

37 The board may establish other committees, as needed. ~~and~~ For standing and other
38 committees, the board shall determine, subject to the provisions of section 17.100.;

39 (a) the number of members;

- 1 (b) the terms of members;
- 2 (c) the qualification of members;
- 3 (e) (d) the duties and authority; and
- 4 ~~(d)~~ (e) the continuity of members from year to year.

5
6 For those committees serving both RI and TRF, the Board and Trustees shall jointly
7 determine the number, terms, qualifications, duties, and continuity of members from
8 year to year.

9
10 ***17.030. Special Committees Exceptions.***

11 The provisions of sections 17.010., 17.020., 17.080., and 17.090. ~~17.040., and 17.050. do~~
12 ~~not apply to any nominating committees or any committee formed under sections~~
13 ~~17.040. — 17.070.~~

14
15 ***17.040. Membership Committee.***

16 The board shall appoint a membership committee composed of at least eight members
17 appointed for at least three year terms on a staggered basis and eligible for
18 reappointment.

19
20 ***17.050. Strategic Planning Committee.***

21 The board and the TRF trustees shall appoint a strategic planning committee with eight
22 members. Two members shall be appointed each year, one by the board and one by the
23 trustees, for four year terms. No member shall be a board member, a TRF trustee, or a
24 past president. The chair and vice chair shall be jointly appointed by the RI president
25 and the TRF chair. Members who served fewer than three years may be reappointed.
26 Members shall be selected to balance experience in long term planning, RI or TRF
27 programs and activities, and financial management. The committee shall meet as
28 decided by the president, the board, the TRF chair, or the TRF trustees.

29
30 ***17.060. Audit Committee.***

31 The board shall appoint an audit committee with seven members, each of whom shall be
32 independent and financially literate. The committee shall include two board members
33 appointed annually by the board and one trustee appointed annually by the TRF
34 trustees. In addition, the committee shall include four members appointed by the board,
35 who are not board members or trustees, for single terms of six years. The committee
36 shall review and report to the board as appropriate on RI and TRF financial reports, the
37 external audit, the system of internal control, internal audit, and related matters. The
38 committee advises the board and trustees under terms of reference not in conflict with
39 this section, prescribed by the board and trustees. The committee shall meet up to three
40 times per year. The president, the board, or the committee chair shall determine the
41 time, place, manner, and notice of regular meetings. For additional meetings, the
42 president or committee chair may determine the time, place, manner, and notice. The
43 chair of the operations review committee (or the chair's designee) shall serve as a liaison
44 to the audit committee.

45
46 ***17.070. Operations Review Committee.***

1 The board shall appoint an operations review committee with six members, for single
2 terms up to six years, with one member appointed each year as appropriate to maintain
3 six members. No member shall be a past president, current board member, or current
4 TRF trustee. Members shall be selected to balance experience in management,
5 leadership development, and financial management. The president or the board shall
6 determine the time, place, manner, and notice of meetings. As deemed necessary by the
7 board or the president, the operations review committee may review operational
8 matters, including, but not limited to, the effectiveness and efficiency of operations,
9 administrative procedures, and standards of conduct. The committee reports directly to
10 the board under terms of reference not in conflict with this section, prescribed by the
11 board.

12
13 ~~17.080.~~ **17.030.** *Membership on Committees.*

14 Except as otherwise provided in these bylaws, the president shall appoint the members
15 of the committees and any subcommittees after consulting the board. The president
16 shall designate the chair of each committee and subcommittee and serve as an ex officio
17 member of all RI committees.

18
19 ~~17.090.~~ **17.040.** *Meetings.*

20 Except as otherwise provided in these bylaws, the president shall determine the time,
21 place, manner, and notice of all meetings of committees and subcommittees. A majority
22 of the members shall constitute a quorum, and the act of a majority of the members
23 present at a meeting with a quorum shall be the act of the committee or subcommittee.

24
25 ~~17.100.~~ **17.050.** *Term of Service.*

26 Except as otherwise provided in these bylaws, no person may serve on the same RI
27 committee for more than ~~three years~~ one term. No person who has served on a
28 committee for ~~three years~~ a full term is eligible for later appointment to the same
29 committee. This section does not apply to ad hoc committees or ex officio members.

30
31 **17.060.** *Committee Exceptions.*

32 The provisions of sections 17.010. to 17.050. do not apply to any nominating
33 committees.

34
35 ~~17.110.~~ **17.070.** *Secretary of Committees.*

36 The general secretary is the secretary of all committees, unless the board otherwise
37 provides. The general secretary may appoint another person to serve as secretary.

38
39 ~~17.120.~~ **17.080.** *Quorum.*

40 A majority of all committee members is a quorum for a meeting, unless otherwise
41 provided in the bylaws or by the board.

42
43 ~~17.130.~~ **17.090.** *Manner of Conducting Business.*

44 A committee may conduct business by any manner of communication under rules of
45 procedure prescribed by the board, unless contrary to the bylaws.

46
47 ~~17.140.~~ **17.100.** *Authority over Committees.*

1 All committees are subject to board control and supervision pursuant to subsection
2 5.010.2.(c). All committee actions and decisions are subject to board approval, except
3 the decision of the nominating committee for president in selecting a president-
4 nominee. However, the board has jurisdiction over all actions and decisions that are in
5 violation of article 13.

(End of Text)

PURPOSE AND EFFECT

6 This item comes from the Board's Working Group on Committees. Having committees
7 mandated in the RI Bylaws creates inflexibility and for most nonprofit boards, the
8 creation of standing committees is a governance function reserved to the Board. In
9 addition, the terms of reference for some of the committees are often vague and the
10 committee's goals are unclear. This proposal would require the Board to establish
11 certain key committees each year, and allow the Board to establish other committees as
12 needed.

FINANCIAL IMPACT

13 This enactment could have a financial impact on RI which cannot be determined at this
14 time. An increase or decrease in expenses is contingent upon the number of members in
15 each committee and the number of in-person meetings each committee has per year.

Motion to Amend
Board of Directors of RI

PROPOSED ENACTMENT 22-46

To increase per capita dues

Proposer(s): Board of Directors of RI

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\$34.00 per~~
9 ~~half year in 2019 – 20, US\$34.50 per half year in 2020 – 21, US\$35.00 per half~~
10 ~~year in 2021 – 22, and US\$35.50 per half year in 2022 – 23, US\$37.50 per half~~
11 ~~year in 2023 - 24, US\$39.25 per half year in 2024 - 25, and US\$41.00 per half~~
12 ~~year in 2025 - 26, and thereafter. The dues shall remain constant until changed~~
13 by the council on legislation.

(End of Text)

PURPOSE AND EFFECT

14 Revenue sources for RI include membership dues and investment earnings. In
15 addition, there are other sources of revenue that are used to support specific self-
16 funding activities, such as the Rotary magazine, the International Convention
17 and others. Membership dues make up approximately 95 percent of the budgeted
18 RI core revenues (excluding revenues from self-funding activities). Investment
19 earnings account for approximately 2.5 percent of budgeted core revenues but are
20 unpredictable in nature and are dependent on financial market fluctuations.

21

22 When deciding on the per capita dues recommendation, the RI Board, with the
23 support of the Finance Committee, carefully analyzes the five-year financial
24 forecast. The forecast takes several key factors into consideration, including
25 membership numbers, investment earnings, inflation, and capital spending on
26 projects, among others. They continue to review its recommendation based on
27 the forecast and these factors up until the Council on Legislation is held to ensure
28 that RI is able to maintain its required balanced annual budget per the RI Bylaws.
29 This enactment may be amended based on the RI Board's continued review.

1 Therefore, this enactment would amend the RI Bylaws to provide for an annual
2 dues increase of US\$4.00 in 2023-2024 and a US\$3.50 dues increase per year for
3 2024-2025 and 2025-2026. This enactment aligns per capita dues revenues at
4 levels necessary to sustain RI's current operations and programs, and to support
5 RI's financial sustainability for the future.

FINANCIAL IMPACT

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

7
8 An annual increase of US\$4.00 in 2023-2024 and a US\$3.50 dues increase per
9 year for 2024-2025 would be equivalent to an average annual increase in dues
10 revenue of approximately 4.91 percent.

11
12 At projected membership levels, RI would have a net deficit of US\$1 million in
13 2023-2024 and a surplus of US\$1 million and US\$2 million for 2024-2025 and
14 2025-2026, respectively.

15
16 Rotary continually investigates opportunities to reduce costs while maintaining
17 high quality service to Rotarians.

18

19

20

21 The RI Bylaws require a balanced annual budget.

PROPOSED ENACTMENT 22-52

To amend the provisions regarding the Audit Committee and audited financial statements

Proposer(s): Board of Directors of RI

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

2

3 **Article 17 Committees**

4

5 **17.060. Audit Committee.**

6 The board ~~and the TRF trustees~~ shall appoint an audit committee with seven
7 members, ~~each of whom who~~ shall be independent and financially literate. The
8 committee shall include two board members appointed annually by the board
9 and one trustee appointed annually by the TRF trustees. In addition, the
10 committee shall include four members appointed by the board, who are not
11 board members or trustees, for single terms of six years. The committee shall
12 review and report to the board as appropriate on RI and TRF financial reports,
13 the external audit, the system of internal control, internal audit, and related
14 matters. The committee advises the board and trustees under terms of reference
15 not in conflict with this section, prescribed by the board and trustees. The
16 committee shall meet up to three times per year. The president, the board, the
17 TRF chair, the TRF trustees, or the committee chair shall determine the time,
18 place, manner, and notice of regular meetings. For additional meetings, the
19 president or committee chair may determine the time, place, manner, and notice.
20 The chair of the operations review committee (or the chair's designee) shall serve
21 as a liaison to the audit committee.

22

23 **Article 18 Fiscal Matters**

24

25 **18.080. Report.**

26 The general secretary shall publish the audited financial statements and
27 accompanying notes and supplemental schedules (if any), as well as an annual
28 report no later than 31 December after the fiscal year end. The ~~report shall~~
29 general secretary shall also report, by individual office, ~~clearly show~~ all expenses
30 reimbursed to, and all payments made on behalf of, the president, office of the
31 president, president-elect, president-nominee, and each director and director-
32 elect. The report shall ~~contain the expenditures of the board, the annual~~
33 ~~convention, and each major division of the administration and the operations of~~
34 ~~the secretariat, and be accompanied by a statement comparing each of these~~
35 ~~items with the budget adopted in accordance with subsection 18.050.1., or, if~~
36 ~~revised, in accordance with subsection 18.050.2.~~ The report shall contain full
37 details of any expenditure varying from the approved budget by over 10 percent
38 in each category. The report shall be distributed to each current and past RI

1 ~~officer and available to any club or Rotaract club upon request. The general~~
2 ~~secretary shall send the report for the year before a council on legislation to all~~
3 ~~council members at least 30 days before the council convenes.~~

4
5 **Article 22 The Rotary Foundation**

6
7 **22.040. Report of Trustees.**

8 The trustees shall report to RI at least annually on TRF's programs and finances.
9 The ~~annual report~~ general secretary shall also report, by individual office, ~~clearly~~
10 ~~show~~ all expenses reimbursed to, and all payments made on behalf of, each
11 trustee.

(End of Text)

PURPOSE AND EFFECT

12 The purpose of this proposed legislation is to maintain the authority,
13 composition, and independence of the Audit Committee within the RI Bylaws.
14 This proposal would amend language relating to the Audit Committee and would
15 conform the 'audited annual report' with current practices regarding items
16 reported in audited financial statements in accordance with generally accepted
17 accounting principles as compared to the items reported in the overall
18 organization's 'annual report'.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-53

To amend where the Board must report expenditures from the RI reserve

Proposer(s): District 2250, Norway
District 2260, Norway
District 2275, Norway
District 2290, Norway
District 2305, Norway and Sweden
District 2310, Norway

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

2

3 **Article 6 Board of Directors**

4

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

(End of Text)

PURPOSE AND EFFECT

16 Enactment 19-79, proposed by the RI Board and adopted by the 2019 Council on
17 Legislation, reduced using the Convention for any deliberations and voting. As a
18 consequence of the decision at the Council on Legislation, the Convention should
19 not be used as the sole forum for reports and vital information in general and, in
20 particular, not for any fiscal matters.

21

22 Rotarians currently have no general forum in which to exchange their views
23 regarding the organization's development, whether these are in regard to
24 decisions of the RI Board or issues specific to Rotary's finances. Thus, it is
25 proposed that such reports be delivered to the Convention, as well as the Council
26 on Legislation for deliberations and comments.

- 1 If this enactment is approved, it will provide RI with a forum for direct feedback
- 2 to the Board from all over the world, as well as increase the overall interest and
- 3 knowledge about Board activities among clubs and districts.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-54

To publish the RI budget and annual report on the Rotary website

Proposer(s): District 3640, Korea

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

2

3 **Article 18 Fiscal Matters**

4

5 **18.050. Budget.**

6

7 18.050.5. *Annual Publication of the RI Budget.*

8 By 30 September each year, the RI budget shall be published as decided by the
9 board on RI's website and brought to the attention of all clubs and Rotaract clubs.

10

11 **18.080. Report.**

12

13 The general secretary shall publish the audited annual report no later than 31
14 December after the fiscal year end. The report shall, by individual office, clearly
15 show all expenses reimbursed to, and all payments made on behalf of, the
16 president, office of the president, president-elect, president-nominee, and each
17 director. The report shall contain the expenditures of the board, the annual
18 convention, and each major division of the administration and the operations of
19 the secretariat, and be accompanied by a statement comparing each of these
20 items with the budget adopted in accordance with subsection 18.050.1., or, if
21 revised, in accordance with subsection 18.050.2. The report shall contain full
22 details of any expenditure varying from the approved budget by over 10 percent
23 in each category. The report shall be distributed to each current and past RI
24 officer and available to any club or Rotaract club ~~upon request~~ on RI's website.
25 The general secretary shall send the report for the year before a council on
legislation to all council members at least 30 days before the council convenes.

(End of Text)

PURPOSE AND EFFECT

26 RI's budget is funded through the payment of mandatory dues by the member
27 clubs of Rotary International. Clubs that have paid their dues naturally wonder
28 how they are put to use. That is why the RI Bylaws provide for the annual
29 publication of the RI budget by 30 September, so as to bring it to the attention of
30 all clubs. However, it is unclear how the RI budget is published, nor have we seen
31 the published budget until now. Therefore, it would seem necessary to clearly
32 state how the budget will be published and to include that specification in the RI
33 Bylaws. The same goes for the report. It is stated in RI Bylaws section 18.080.

1 that the report shall be distributed to all current and past officers of RI, as well as
2 to any club or Rotaract club upon request. However, we believe the report should
3 not be an option that dues-paying clubs choose to view, but rather it makes more
4 sense to publish it on the Rotary website so that all clubs can see it. This way,
5 clubs will be able to learn how their dues are being put to use. Also, clubs and
6 Rotarians, upon reading through the report and noting the many justifiable and
7 valid expenditures, will take greater pride in Rotary, which will help retain
8 membership.

FINANCIAL IMPACT

9 This enactment would have no substantial financial impact on RI. Currently, both
10 the RI budget and annual report are published on rotary.org.

PROPOSED ENACTMENT 22-56

To amend how districts may propose legislation and resolutions

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

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

2

3

Article 16 Amendments

4

5

Section 2 — Who May Propose. Amendments to this constitution may be proposed only by a club, by a district ~~conference~~, by the general council or the conference of RI in Great Britain and Ireland, by the council on legislation, or by the board in accordance with the procedures contained in the bylaws.

6

7

8

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

9

10

Article 7 Council on Legislation

11

12

7.020. *Who May Propose Legislation.*

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

13

14

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

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

15

16

Article 8 Council on Resolutions

17

18

8.030. *Who May Propose Resolutions.*

Resolutions may be proposed by a club, a district ~~conference~~, the general council or conference of RIBI, and the board.

19

20

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

1 ~~Club-proposed~~ Club and district-proposed resolutions must be endorsed by the
2 district at a district conference, a district legislation meeting, RIBI district
3 council, or through a club ballot conducted by the governor, following the
4 procedures in section 12.050. as closely as possible. A proposed resolution
5 delivered to the general secretary shall be certified by the governor that it has
6 been endorsed.

(End of Text)

PURPOSE AND EFFECT

7 The constitutional documents include many rules concerning districts. If a
8 governor or others involved with a district would like one or more of these rules
9 amended, an enactment or resolution is required. Under RI's current provisions,
10 such legislation can be proposed only through a resolution adopted by the district
11 conference.

12
13 District conferences are held only once a year, on varying dates. Furthermore,
14 district conference schedules typically do not allow sufficient time for the
15 discussion of proposed enactments or resolutions, thus reducing the likelihood
16 that they will even be put forward as an item of discussion. This enactment seeks
17 to make it possible for districts to propose enactments and resolutions through
18 the same endorsement process as that used for club-proposed legislation.

19
20 Of the enactments considered by the 2019 Council on Legislation, thirty-four
21 were proposed by districts. Of these thirty-four, only ten were endorsed by a
22 district conference, with the remainder receiving endorsement either by club
23 ballot or at a district legislation meeting. This proposed enactment would update
24 the RI Constitution and the RI Bylaws to reflect this more common practice.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-57

To provide for the type of urgent enactments that may be considered by the Council on Resolutions

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

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

2

3 **Article 8 Council on Resolutions**

4

5 **8.050.** *Enactments Considered by the Council on Resolutions.*

6 The council on resolutions, as a special meeting of the council on legislation, shall
7 consider and act on any enactments duly proposed by the board that the board
8 determines to be of an urgent nature. Such urgent enactments should be limited
9 in scope to situations that have occurred since the most recent council on
10 legislation.

(End of Text)

PURPOSE AND EFFECT

11 The purpose of this enactment is to limit the Board from interpreting ‘urgent’ in
12 an overly broad manner and thereby injuring the ideals, authority, and credibility
13 of the Council on Legislation, Rotary’s sole legislative body. For this reason, such
14 urgent enactments should be limited to those that occur between meetings of the
15 Council on Legislation and require a special decision in order to amend the
16 constitutional documents.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-59

To amend the deadline for the RI Board to propose position statements

Proposer(s): District 2580, Japan

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 in the year before

7 the council. The board may propose enactments it determines to be urgent and

8 position statements by 31 December before the council convenes. ~~The board may~~

9 ~~propose position statements any time before the council adjourns.~~

(End of Text)

PURPOSE AND EFFECT

10 The RI Board is currently allowed to submit position statements at any time up
11 until the Council on Legislation adjourns. Any position statements submitted
12 immediately prior to the Council's adjournment, no matter how important, are
13 therefore given only a brief and rushed consideration by the Council, and quickly
14 proceed to a vote. When this occurs, the Council on Legislation loses credibility.
15 At the 2019 Council, for example, concerns were raised about whether the
16 representatives had to vote on a proposal without having had sufficient time to
17 understand it.

18

19 For this reason, we believe the submission of position statements by the Board
20 should have the deadline of 31 December.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-61

To eliminate inconsistencies in the RI Bylaws

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 **11.020.9.** *Selection of Members by Nominating Committee Procedure.*

9 The member and the alternate member of the nominating committee may be
10 selected by a nominating committee procedure based on section 12.030.1. where
11 not in conflict with this section. If a district fails to adopt a method for selecting
12 members of a nominating committee, the nominating committee shall be
13 composed of all past governors who are members of a club in that district and are
14 willing and able to serve. A candidate for member shall not serve on the
15 committee. ~~The member and the alternate member of the nominating committee~~
16 ~~shall be selected by 30 June of the year before the scheduled nomination.~~

17

18 **11.020.12.** *Report of Member to the General Secretary.*

19 The member and the alternate shall be reported by the governor to the general
20 secretary. Those reported after 1 June shall not serve on the nominating
21 committee.

22

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

24

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

26

27 **12.030.3.** *Club Suggestions for Governor.*

28 The governor shall invite clubs to submit their suggestions for nominations for
29 governor. ~~The deadline for suggestions is~~ invitation is to be made at least two
30 months before suggestions are due to the nominating committee meeting. The
31 suggestions shall be submitted by a resolution naming the suggested candidate
32 adopted at a regular club meeting and certified by the secretary. A club shall only
33 suggest one of its own members.

34

35 **12.090.** *Vacancies in the Offices of Governor-nominee and Governor-elect.*

36 If a district fails to select a governor-nominee or if a nominee becomes
37 disqualified for election or otherwise unable or unwilling to serve and another
38 nominee is not selected either before the election of officers at the convention or
39 at least three months before the international assembly, the governor shall

1 reinitiate the selection procedures starting with section 12.020. In either event,
2 the board shall elect the Rotarian so nominated to serve as governor-elect.
3 ~~Thereafter, if~~ If either a governor-elect or governor-nominee becomes unable or
4 unwilling to serve as governor, and the selection process for the successor has
5 been completed by the district, then the successor shall automatically fill the
6 vacancy if they are willing to do so, subject to the required election either by the
7 convention or the board. If the successor has been selected, but is unable or
8 unwilling to fill the vacancy, the board shall elect a Rotarian qualified under
9 section 16.010.

(End of Text)

PURPOSE AND EFFECT

10 At the 2019 Council on Legislation, the Council adopted Enactment 19-115, “To
11 modernize and streamline the Bylaws of Rotary International without making
12 any substantive changes.” The intent of this item was to remove redundancies,
13 improve the readability of the RI Bylaws, and streamline the format without
14 making any substantive changes.

15
16 However, in the course of making non-substantive changes to the RI Bylaws as
17 adopted by the 2019 Council on Legislation, it was found that some changes
18 contradicted each other or created changes that were unintended. For example,
19 the 30 June deadline added to 11.020.9. directly contradicts the 1 June deadline
20 in 11.020.12.

21
22 As such, this enactment is returning certain sections to their previous
23 requirements.

FINANCIAL IMPACT

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

Motion to Amend
District 2680, Japan

PROPOSED ENACTMENT 22-69

To provide that governors are notified of actions taken on adopted resolutions

Proposer(s): Rotary Club of Kobe Seishin, District 2680, Japan
Rotary Club of Takasago Seisho, District 2680, Japan

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

2

3 **Article 8 Council on Resolutions**

4

5 **8.110. *Adopted Resolutions.***

6 Within one year of the conclusion of the council on resolutions, the board shall
7 notify all governors of any board action taken in regard to resolutions adopted by
8 the council.

(Subsequent sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

9 The RI Constitution previously provided that “Within one year of the conclusion
10 of the council on legislation, the board shall notify all governors of any board
11 action taken in regard to resolutions adopted by the council.” However, this
12 provision was removed by the 2016 Council on Legislation.

13

14 As a result, the RI Board now has no constitutional obligation to inform
15 governors of its process in reviewing adopted resolutions. It is left entirely to the
16 Board’s discretion when to notify the governors of how or whether such
17 resolutions have been considered. This means that, though it may sound extreme,
18 it is possible for the Board to delay its review of adopted resolutions or to
19 withhold notification of that action from the governors.

20

21 It is naturally expected that the Board will review adopted resolutions within a
22 reasonable timeframe and provide suitable notification to the district governors.
23 If not, districts and clubs who, having thoroughly discussed such proposals, but
24 not receiving a prompt and appropriate response, will be less inclined to
25 participate in future Councils.

1 For this reason, we propose that the provision be reinstated in RI Bylaws as
2 specified above. We believe that the restoration of this provision would
3 significantly enhance districts' motivation as future participants in Rotary's
4 legislative process.

5
6 We would like to add that this amendment is being proposed as an enactment
7 after a similar proposal by our district missed the submission deadline for the
8 2019 Council on Legislation. District 2680 submitted a resolution to the 2018
9 Council on Resolutions requesting the Board propose the original enactment to
10 the 2019 Council on Legislation, and the resolution passed with a majority of 57
11 percent; nevertheless, the Board did not propose the enactment.

FINANCIAL IMPACT

12 This enactment would have no substantial financial impact on RI, as the general
13 secretary already plans to provide the notification.

EXECUTIVE SUMMARY

22-70 To modernize and streamline the RI Constitution without making any substantive changes

This item was drafted to make non-substantive changes to the RI Constitution. The Constitution and Bylaws committee reviewed each section, in order to remove extra words and streamline the format. No changes to content are made. The changes are cosmetic, removing redundancies, and improving readability and access by Rotarians. In the end, the RI Constitution will be one-quarter shorter and much easier to use. Some examples of the changes are:

- Merging the description and purposes of RI into one article.
- Modernizing the language in Article 8 “Administration” about the administration of clubs.
- Updated the wording for the voting procedures at the convention.
- Removing which entities may amend the RI Constitution in Article 16, which is already specified in the RI Bylaws for all constitutional documents.

PROPOSED ENACTMENT 22-70

To modernize and streamline the RI Constitution without making any substantive changes

Proposer(s): Board of Directors of RI

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

2

3 **Article 1 Definitions**

- 4 1. Board: The RI Board of Directors.
- 5 2. Club: A Rotary club.
- 6 3. Governor: A governor of a Rotary district.
- 7 4. Member: A member, other than an honorary member, of a Rotary
- 8 club.
- 9 5. RI: Rotary International.
- 10 6. Rotaract club: A club of young adults.
- 11 7. Rotaractor: A member of a Rotaract club.
- 12 8. Year: The twelve-month period beginning 1 July.

13

14 **Article 2 ~~Name and Description~~ The Association and Its Purposes**

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

17

18 ~~Article 3 Purposes~~

19 ~~The purposes of RI are RI's purpose is to:~~

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

25

26 **Article 4 ~~3~~ Object**

27 The Object of Rotary is to encourage and foster the ideal of service as a basis of
28 worthy enterprise and, in particular, to encourage and foster:

- 29 *First.* The development of acquaintance as an opportunity for service;
- 30 *Second.* High ethical standards in business and professions; the recognition of
31 the worthiness of all useful occupations; and the dignifying of each
32 Rotarian's occupation as an opportunity to serve society;
- 33 *Third.* The application of the ideal of service in each Rotarian's personal,
34 business, and community life;
- 35 *Fourth.* The advancement of international understanding, goodwill, and peace
36 through a world fellowship of business and professional persons united
37 in the ideal of service.

Commented [COL1]: Merged with Article 2.

1 **Article 5 4 Membership**

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

5 **Section 2** — *Composition of Clubs.*

- 6 (a) A club ~~shall be composed of adult persons~~ is composed of adults who:
7 1) demonstrate good character, integrity, and leadership;
8 2) possess good reputation within their business, profession, occupation,
9 and/or community; and
10 3) are willing to serve in their community and/or around the world; and
11 4) having have their place of business or residence located in the locality
12 of the club or the surrounding area. A member ~~moving who moves~~
13 from the locality of the club or the surrounding area may retain
14 membership in the club where the member's board grants such
15 permission and said member continues to meet all conditions of club
16 membership with the approval of the club's board.
17 (b) ~~Each club~~ Clubs shall have a well-balanced membership in which no one
18 business, profession, occupation, type of community service, or other
19 classification predominates.
20 (c) The ~~bylaws of RI~~ RI Bylaws may provide for active ~~membership~~ and
21 honorary membership in clubs and ~~shall prescribe~~ the qualifications for
22 each.
23 (d) ~~In~~ If approved by the board, a club or Rotaract club is not required to use
24 the word "club" in its name in countries where the word "club" has an
25 inappropriate connotation, Rotary clubs or Rotaract clubs, with the
26 approval of the board, will not be obliged to use it in their names.

27 **Section 3** — *Composition of Rotaract Clubs.* ~~Rotaract clubs shall be composed~~
28 ~~of Rotaractors as determined by the board. The board shall determine the~~
29 composition of Rotaract clubs.

30 **Section 4** — *Ratification of Constitution and Bylaws.* Every club and Rotaract
31 club ~~granted a certificate of membership in RI and accepting the same thereby~~
32 ~~accepts, ratifies, and agrees to be bound in all things, not contrary to law, by this~~
33 ~~constitution and the bylaws of RI, and amendments thereto, and to faithfully~~
34 ~~observe the provisions thereof.~~ is bound by the requirements of this constitution
35 and the RI Bylaws, and any amendments to them, not contrary to law.

36 **Section 5** — *Exceptions.* ~~Notwithstanding any other provision of this~~
37 ~~constitution or of the bylaws of RI or the standard club constitution, the~~ The
38 board may, as a pilot project, may admit into membership or permit the
39 reorganization of up to 1,000 clubs with that have provisions in their
40 constitutions that are not in accordance with this constitution, and bylaws of RI
41 the RI Bylaws, and the standard club constitution. Such pilot project may
42 extend for a period not exceeding A pilot project may last no longer than six
43 years. Upon the conclusion of any such pilot project, the constitutions of all
44 clubs admitted into membership or permitted to reorganize shall be the
45 standard club constitution as in effect at that time. At the end of the pilot
46 project, all clubs shall adopt the standard club constitution.

Commented [COL2]: Already found in Article 5, Section 4.

1 **Article 6 5 Board of Directors**

2 **Section 1** — *How Constituted.* ~~The board of directors shall be nineteen in~~
3 ~~number. There are 19 members of the board, including the president and the~~
4 ~~president-elect. The president of RI shall be a member and is chair of the~~
5 ~~board. The president-elect of RI shall be a member of the board. Seventeen~~
6 ~~directors shall be nominated and elected are selected in accordance with the~~
7 ~~provisions of the bylaws RI Bylaws.~~

8 **Section 2** — *Powers.* The affairs and funds of RI shall be ~~are~~ under the
9 direction and control of the board in conformity with this constitution, ~~and the~~
10 ~~bylaws RI Bylaws,~~ and the Illinois General Not-for-Profit Corporation Act of
11 1986, ~~and any amendments thereto as amended. In exercising such direction~~
12 ~~and control over the funds of RI,~~

13 **Section 3** — *Finances.* ~~the~~ The board may spend, as fixed by ~~consistent with the~~
14 ~~budget or budgets provided for in the bylaws RI Bylaws, expend in any fiscal~~
15 ~~year the current income and such amounts from the RI reserve as may be~~
16 ~~necessary to accomplish the purposes of RI. The board shall report to the next~~
17 ~~following convention as to the special conditions under which the reasons for~~
18 ~~any expenditures have been made from the RI reserve. The board shall at no~~
19 ~~time incur an indebtedness in excess of the then a debt that exceeds the net~~
20 ~~assets of RI.~~

21 **Section 3 4** — *Secretary.* The general secretary of RI shall be ~~is~~ secretary of the
22 board and shall have ~~has~~ no vote in ~~the its~~ proceedings thereof.

23
24 **Article 7 6 Officers**

25 **Section 1** — *Titles.* The officers of RI shall be ~~are~~ president, president-elect,
26 vice-president, treasurer, other directors, general secretary, ~~district~~ governors,
27 and the president, immediate past president, vice-president, and honorary
28 treasurer of RI in Great Britain and Ireland.

29 **Section 2** — *How Elected.* The officers of RI shall be ~~are~~ nominated and elected
30 as provided in the bylaws RI Bylaws.

31
32 **Article 8 7 Administration**

33 **Section 1** — The clubs located in Great Britain, Ireland, the Channel Islands,
34 and the Isle of Man shall comprise an administrative territorial unit of RI which
35 shall be known as “Rotary International in Great Britain and Ireland” Rotary
36 International in Great Britain and Ireland (RIBI) is an RI administrative
37 territorial unit comprising all clubs in Great Britain, Ireland, the Channel
38 Islands, Gibraltar, and the Isle of Man, whose The powers, purposes, and
39 functions of RIBI shall be ~~are~~ those set forth in the articles of constitution of RI
40 in Great Britain and Ireland RIBI constitution, as approved by the council on
41 legislation and in the this constitution and bylaws of RI the RI Bylaws.

42 **Section 2** — The administration of clubs shall be under general supervision of
43 the board together with one or other of the following forms of direct
44 supervision, which shall be at all times in conformity with the provision of this
45 constitution and the bylaws Clubs are administered under the general
46 supervision of the board, in conformity with this constitution and the RI Bylaws,
47 with direct supervision:

Commented [COL3]: Separated the Board's financial responsibilities into a new section.

- 1 (a) ~~Supervision of a club by~~ By the board.
 2 (b) ~~Supervision of clubs by~~ By a governor in a ~~constituted~~ district.
 3 (c) ~~Such supervision, as may be deemed advisable~~ As otherwise determined by
 4 the board and approved by the council on legislation.
 5 (d) ~~Supervision~~ By RIBI, of clubs in Great Britain, Ireland, the Channel Islands,
 6 Gibraltar, and the Isle of Man ~~by RI in Great Britain and Ireland~~.

7 **Section 3** — ~~The administration of Rotaract clubs shall be~~ Rotaract clubs are
 8 administered under the general supervision of the board or ~~under such~~ other
 9 supervision as determined by the board ~~may determine~~.

10 **Section 4** — ~~RI and clubs are encouraged to computerize their business~~
 11 ~~operations to speed up and economize the operation of the Rotary organization.~~

12
 13 **Article 9 8 Convention**

14 **Section 1** — ~~Time and Place. A convention of RI shall be held annually within~~
 15 ~~the last three months of the fiscal year~~ An RI convention is held during the last
 16 three months of each year, at a time and place to be determined by the board,
 17 subject to change by the board for good cause.

18 **Section 2** — *Special Conventions.* In case of emergency, special conventions
 19 may be called by the president with ~~the approval of a majority of the members~~
 20 of the board.

21 **Section 3** — ~~Representation. Delegates and Voting.~~ The duly accredited
 22 delegates, proxy holders, and delegates-at-large shall constitute the voting body
 23 of the convention.

24 (a) ~~In any convention, each club shall be entitled to be represented by at least~~
 25 ~~one delegate. A club is entitled to at least one vote either by one of its~~
 26 members as a delegate, or by proxy. Any club with a membership of more
 27 than fifty (50) shall be entitled to be represented by an additional delegate
 28 50 is entitled to one additional vote for each additional fifty of its 50
 29 members or major fraction thereof. For this purpose, representation shall
 30 be determined on the basis of membership in the club on 31 December
 31 immediately preceding the convention. A club may authorize a delegate to
 32 cast one or more of the votes to which the club is entitled. Membership is
 33 determined as of 31 December immediately before the convention. A club
 34 entitled to more than one vote may choose to send more than one delegate
 35 to the convention or may authorize a delegate or proxy to cast more than
 36 one of its votes.

37 (b) ~~It shall be the duty of each club to be represented at each convention of RI~~
 38 ~~either by one of its own members as a delegate or by proxy and to vote on~~
 39 ~~each proposal submitted for determination.~~

40 **Section 4** — *Delegates at Large.* Each officer and each past president of RI,
 41 ~~still holding membership in a club, shall be~~ who is a member of a club is a
 42 delegate-at-large.

43 **Section 5 4** — *Electors and Voting.* ~~The duly accredited delegates, proxy~~
 44 ~~holders, and delegates at large shall constitute the voting body of the~~
 45 ~~convention and shall be known as electors.~~ Voting shall be is as provided in the
 46 bylaws RI Bylaws.

Commented [COL4]: Moved from Article 9, Section 5.

Commented [COL5]: Moved from Article 9, Subsection 5(b).

Commented [COL6]: Moved to Article 9, Subsection 5(a).

Commented [COL7]: Moved to Article 9, Section 3.

1 **Article ~~10~~ 9 Council on Legislation**

2 **Section 1** — *Purpose.* The council on legislation shall constitute the legislative
3 body of RI.

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

11 **Section 3** — *Procedures.* The council on legislation shall consider ~~and act upon~~
12 proposals ~~which are~~ duly submitted to it, and its. Its action shall be is subject
13 only to action by clubs as provided in the ~~bylaws of RI~~ RI Bylaws.

14 ~~**Section 4** — *Membership.* The membership of the council on legislation shall~~
15 ~~be is~~ as provided in the bylaws.

16 ~~**Section 5** 4 — *Extraordinary Meetings to Adopt Legislation.* The board, by a~~
17 ~~90 percent vote of the entire board, may call an extraordinary meeting of the~~
18 ~~council on legislation. An extraordinary meeting of the council on legislation~~
19 ~~may be called by a vote of at least 90 percent of the entire board. The board will~~
20 ~~determine~~ sets the time and place for the meeting ~~and specify its purpose. The~~
21 ~~meeting may consider and act only on legislation proposed by the board. Only~~
22 ~~legislation submitted by the board is considered. Legislation to be considered at~~
23 ~~the meeting is not subject to the~~ The submission deadlines and procedures
24 provided elsewhere in the constitutional documents of RI, except that those
25 procedures shall be followed to the extent do not apply unless time permits.
26 Any action of the meeting ~~shall be is~~ subject ~~thereafter~~ to action by the clubs, as
27 provided in section 3 of this article.
28

29 **Article ~~11~~ 10 Dues**

30 Every club and Rotaract club shall pay ~~to RI~~ per capita dues ~~semiannually to RI~~
31 twice per year, or on such other dates as established at other times set by the
32 board.
33

34 **Article ~~12~~ 11 Foundation**

35 **Section 1** — There shall be a Foundation of RI to be established and operated in
36 accordance with the provisions of the ~~bylaws of RI~~ RI Bylaws.

37 **Section 2** — All gifts, devises, or bequests of money or property, ~~or~~ and income
38 therefrom, received by RI and any surplus funds of RI, ~~as may be authorized by~~
39 the convention, shall become the property of the Foundation.
40

41 **Article ~~13~~ 12 Membership Title and Insignia**

42 **Section 1** — *Active Members.* ~~Every active member of a club shall be known as~~
43 ~~a Rotarian, and shall be~~ Active members are known as Rotarians and are
44 entitled to wear the emblem, badge, or other insignia of RI.

45 **Section 2** — *Honorary Members.* ~~Every honorary member of a club shall be~~
46 ~~known as an honorary Rotarian, and shall be~~ Honorary members are known as

1 honorary Rotarians, and are entitled to wear the emblem, badge, or other
2 insignia of RI ~~as long as that member holds honorary membership in the club.~~
3 **Section 3** — *Rotaract Members.* ~~Every member of a Rotaract club shall be~~
4 ~~known as a Rotaractor and shall be~~ Members of Rotaract clubs are known as
5 Rotaractors, and are entitled to wear the emblem, badge, or other insignia of
6 Rotaract.

7 **Article 14 13 Bylaws**

8 ~~Bylaws not inconsistent with this constitution embodying additional provisions~~
9 ~~for the government of RI, shall be~~ Bylaws consistent with this constitution
10 specifying additional provisions for the governance of RI are adopted, and may be
11 amended by the council on legislation.
12

13 **Article 15 14 Interpretation**

14 Throughout this constitution, ~~and the bylaws of RI~~ the RI Bylaws, and the
15 standard club constitution, ~~the following rules of construction shall apply: The~~
16 ~~words “shall,” “is,” and “are” are mandatory, and the words “may” and “should”~~
17 ~~are permissive. Pronouns of either the masculine or feminine gender shall~~
18 ~~include the other gender.~~ The terminology “mail,” “mailing,” ~~and~~ “ballot-by-
19 mail,” ~~and~~ “club ballot” will include utilization of electronic mail (e-mail) and
20 internet technology to reduce costs and increase responsiveness.
21

22 **Article 16 15 Amendments**

23 ~~**Section 1** — *Circumstances.* This constitution may be amended only by a two-~~
24 ~~thirds vote of those present and voting in the council on legislation.~~

25 ~~**Section 2** — *Who May Propose.* Amendments to this constitution may be~~
26 ~~proposed only by a club, by a district conference, by the general council or the~~
27 ~~conference of RI in Great Britain and Ireland, by the council on legislation, or by~~
28 ~~the board in accordance with the procedures contained in the bylaws.~~
29

Commented [COL8]: This is provided for in RI Bylaws section 7.020.

(End of Text)

PURPOSE AND EFFECT

1 The constitutional documents are amended by the Council every three years.
2 Each change is independently drafted and adopted. Over time the language may
3 become fragmented and inconsistent as individual sections are amended. The last
4 time the Rotary International Constitution had a comprehensive review was in
5 1992 and it was apparent that a review was needed again to clarify and reorganize
6 the RI Constitution.
7 The Constitution and Bylaws Committee, along with 2019 Council on Legislation
8 Chair Duane Benton, drafted this legislation so as to modernize and streamline
9 the RI Constitution, without making substantive changes to its current
10 provisions. Overall, the purpose of these changes was to simplify the RI
11 Constitution and enable it to be better understood by all Rotarians. They are in

- 1 line with changes that were adopted at the 2019 Council on Legislation for the RI
- 2 Bylaws and Standard Rotary Club Constitution.

FINANCIAL IMPACT

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

Motion to Amend
Board of Directors of RI

PROPOSED ENACTMENT 22-71

To provide for the administration of clubs in a pilot project

Proposer(s): Board of Directors of RI
Rotary Club of Merimbula, District 9705, Australia

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

Article 14 Administrative Groups and Administrative Territorial Unit

14.020. Supervision.

The board may establish a method of supervision in addition to the supervision by the governors of the clubs within any area composed of two or more geographically contiguous districts. If the board establishes a method of supervision, it shall prescribe rules of procedure, which must be approved by the clubs in those districts ~~and by a convention.~~

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 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)

(Subsequent sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

1 The purpose of this enactment is to allow the Board to support pilot efforts in two
2 regions of the Rotary world. The effort will focus on innovative ways to support
3 our existing clubs, Rotarians, and Rotaractors within the following two regions:

- 4 1) Great Britain and Ireland, and
- 5 2) New Zealand, Australia, and specific Pacific Island nations, which are part of
6 what is currently identified as Rotary Zone 8.

7
8 No other part of the Rotary world will be part of the pilot programs. The pilot
9 efforts will not impact club structures in any way, but instead, will test new ways
10 to provide more localized support and a regional governance structure.

11
12 Both regions involved have shown an interest in being part of a pilot. Each region
13 has experienced a very significant net decrease in membership over the last
14 decade. Average club size has decreased significantly, the average age of the
15 membership has increased and the overall health of the districts in these areas
16 has suffered. The cost of inaction is significant.

17
18 This proposal is an effort to adapt and keep up with the pace of change in society
19 and the increasing impact of technology on our lives. Most contemporary entities
20 in today's global marketplace have significantly flattened their organizational
21 structures to allow greater agility and more direct links between the leadership
22 and grassroots levels of their organizations. But our support structure has grown
23 in its hierarchy, with additional volunteer layers and roles being added over the
24 years.

25
26 This proposal will test new models that can potentially enhance efficiencies;
27 localize the programs, offerings, and tools provided to members; and explore new
28 ways to make volunteer leadership positions more manageable and doable.

FINANCIAL IMPACT

29 This enactment would have a financial impact on RI which cannot be determined
30 at this time. Cost would be dependent on how the Board decides to structure the
31 pilot project. Initial costs are approximately US\$110,000 per year for the pilot in
32 the zone that includes Australia and New Zealand. Expenses would include a
33 more regionalized support structure, enhanced technology, and temporary staff
34 support for the launch. However, the cost may be partially offset by a reduction in
35 in-person training and lower staff cost to support the new structure.

PROPOSED ENACTMENT 22-72

To revise the criteria for changing district boundaries

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

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

2

3 **Article 15 Districts**

4

5 **15.010. How Established.**

6 The board is authorized to group clubs into districts and set their boundaries.

7

8 *15.010.1. Eliminating and Changing Boundaries.*

9 ~~The board may eliminate or change the boundaries of a district with more than~~
10 ~~100 clubs or fewer than 1,100 Rotarians, and then may move clubs from these~~
11 ~~districts into adjacent districts, merge these districts with others, or divide them.~~
12 The board may change the boundaries of a district with fewer than 20 clubs or
13 1,100 Rotarians or merge clubs in these districts with adjacent districts, or divide
14 a district with more than 100 clubs or 5,400 Rotarians. Otherwise, no change
15 shall be made to the boundaries of a district if a majority of its clubs object. The
16 board may eliminate or change the boundaries of a district only after consulting
17 with the governors and clubs involved and allowing them reasonable opportunity
18 to provide a recommendation on the proposed change. The board shall consider
19 geographical boundaries, potential for district growth, and cultural, economic,
20 language, and other relevant factors. The board shall establish procedures for
21 administration, leadership, and representation of future or merged districts.

(End of Text)

PURPOSE AND EFFECT

22 Setting the number of clubs and the number of members as criteria for the
23 establishment of district boundaries will give the RI Board more flexibility to
24 either divide or merge districts to keep them at an appropriate size.

FINANCIAL IMPACT

25 This enactment could have a financial impact on RI which cannot be determined
26 at this time. Cost would depend on the scope and extent of support provided by
27 the RI Board to eliminate and change district boundaries.
28 The estimated average RI cost for direct expenses only is US\$35,000 per district,
29 which is primarily driven by district governor funding, district governor training

1 at the International Assembly, and Council representative expenses for the
2 Council on Legislation.

3

4 Currently, 82 districts would be potentially impacted:

- 5 • 29 districts have fewer than 20 clubs or 1,100 Rotarians
- 6 • 53 districts have more than 100 clubs or 5,400 Rotarians

PROPOSED ENACTMENT 22-78

To amend the Avenues of Service to include positive peace

Proposer(s): District 5550, Canada

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

2

3 **Article 6 Five Avenues of Service**

4 Rotary's five Avenues of Service are the philosophical and practical framework
5 for the work of this Rotary club.

- 6 1. Club Service, the first Avenue of Service, involves action a member should
7 take within this club to help it function successfully.
- 8 2. Vocational Service, the second Avenue of Service, has the purpose of
9 promoting high ethical standards in businesses and professions,
10 recognizing the worthiness of all dignified occupations, and fostering the
11 ideal of service in the pursuit of all vocations. The role of members includes
12 conducting themselves and their businesses in accordance with Rotary's
13 principles and lending their vocational skills to club-developed projects in
14 order to address the issues and needs of society.
- 15 3. Community Service, the third Avenue of Service, comprises varied efforts
16 that members make, sometimes in conjunction with others, to improve the
17 quality of life of those who live within this club's locality or municipality by
18 striving for positive peace in the community.
- 19 4. International Service, the fourth Avenue of Service, comprises those
20 activities that members do to advance international understanding,
21 goodwill, and positive peace by fostering acquaintance with people of other
22 countries, their cultures, customs, accomplishments, aspirations, and
23 problems, through reading and correspondence and through cooperation in
24 all club activities and projects designed to help people in other lands.
- 25 5. Youth Service, the fifth Avenue of Service, recognizes the positive change
26 implemented by youth and young adults through leadership development
27 activities, involvement in community and international service projects,
28 and exchange programs that enrich and foster positive world peace and
29 cultural understanding.

(End of Text)

PURPOSE AND EFFECT

30 Rotary's first area of focus is promoting peace. Peace is part of Rotary's mission
31 statement and is included in our Avenues of Service. Over the years, the concept
32 of "peace" has not been defined and now needs enhancement as our
33 understanding of the word has developed.

1 Positive peace is defined by Rotary’s partner, the Institute for Economics and
2 Peace, as the attitudes, institutions, and structures that create and sustain
3 peaceful societies, such as a sound business environment, equitable distribution
4 of resources, free flow of information, high levels of human capital, acceptance of
5 the rights of others, and low levels of corruption. These same factors also lead to
6 many other positive outcomes which society feels are important, creating the
7 optimum environment for human potential to flourish. Defining peace in this
8 way will permit objective measurement of community positive peace outcomes
9 using community created indices guided by the example of the Global Peace
10 Index for countries.

11
12 Rotarians everywhere should consider what “peace” means to them and strive to
13 achieve positive peace and embrace the definition of it as described above.
14 Adding these clarifying words to the Avenues of Service will help Rotarians focus
15 more effectively on really meaningful peace in our communities and in the world.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-84

To allow Rotaractors to attend Rotary club meetings

Proposer(s): District 1810, Germany

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

2

3 **Article 4 Membership in Clubs**

4

5 **4.090. Attendance at Other Clubs.**

6 ~~A Rotarian~~ Rotarians and Rotaractors may attend a regular meeting or satellite
7 club meeting of ~~another club~~ other Rotary clubs. However, a member terminated
8 for good cause may not attend a regular meeting or satellite club meeting of their
9 former club.

(End of Text)

PURPOSE AND EFFECT

10 All clubs should be interested in searching for younger members, as clubs are an
11 excellent source of new members. However, prior to the decision to accept new
12 members, the new member and club need to get to know each other. This is best
13 achieved by providing Rotaractors with a standing invitation to all Rotary club
14 meetings. Now that Rotaract clubs are full members of the Rotary organization,
15 all Rotaractors should be allowed to participate in Rotary club meetings as a
16 matter of course.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-85

To remove the attendance report requirement

Proposer(s): Rotary Club of Tsuruga, District 2650, Japan
Rotary Club of Kisarazu East, District 2790, Japan
Rotary Club of Maryville, District 6780, USA

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

2

3 **Article 4 Membership in Clubs**

4

5 ~~4.080. Attendance Reports.~~

6 ~~Each club shall forward monthly attendance reports of its meetings to the~~
7 ~~governor within 15 days after the last meeting of each month. Non-districted~~
8 ~~clubs shall forward attendance reports to the general secretary.~~

(Subsequent sections will be renumbered as appropriate)

(End of Text)

PURPOSE AND EFFECT

9 The 2016 and 2019 Councils on Legislation approved a number of changes to
10 attendance requirements in the Standard Rotary Club Constitution. Each club
11 may now establish its own attendance requirements in its constitution and
12 bylaws. There is no longer a required minimum percentage of meetings that a
13 member must attend or make up unless a club establishes one.

14

15 Article 10, Section 1(d) of the Standard Rotary Club Constitution allows a
16 member to make up an absence within the same Rotary year. There are a great
17 many ways a member may make up a meeting and often these are not regularly
18 reported to the secretary. Thus, a monthly attendance report does not truly
19 reflect the engagement of club members.

20

21 Under these circumstances, it is virtually impossible to establish a standard
22 attendance report. Indeed, every club will have a different type of attendance
23 report. Thus, the attendance data in a report to the governor does not necessarily
24 convey anything meaningful about the health of a club.

25

26 Many clubs and districts may not have adhered closely to the monthly reporting
27 requirement. For those districts who do try to track club attendance, it is
28 increasingly difficult and time consuming to get clubs to submit the reports. The
29 district governor seldom does anything with such reports because they are so

1 inconsistent in what they actually report.

2

3 Eliminating the requirement for a club to report monthly attendance to the
4 governor does not affect the ability of a club to monitor its own attendance or
5 reward good attendance. The club can and should continue to look at attendance
6 and engagement in a manner appropriate to its attendance policies because
7 attendance and engagement are keys to a successful club. A governor could still
8 request a monthly attendance report if he/she wished.

FINANCIAL IMPACT

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

PROPOSED ENACTMENT 22-92

To revise the process for approving excused absences

Proposer(s): District 3522, Taiwan

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

2

3 **Article 10 Attendance**

4

5 **Section 5** — *Excused Absences*. A member's absence shall be excused if:

6

- 7 (b) The sum of the member's age and years of membership in one or more
8 clubs is 85 years or more, the member has been a Rotarian for at least 20
9 years, the member has notified the club secretary in writing of a desire to be
10 excused from attendance, and ~~the board has approved~~ only these
11 requirements are taken into consideration.

(End of Text)

PURPOSE AND EFFECT

12 Article 10, Section 5(b) of the Standard Rotary Club Constitution provides only
13 that "the board has approved" the excused absence of a member without any
14 guidance regarding the approval.

15

16 Hence, some boards have rejected or approved only for a limited time the
17 excused absence, even if the member meets the requirements provided in this
18 subsection.

19

20 However, the intention of subsection 5(b) seems to be that examining whether
21 the member meets the requirements should be the board's only consideration in
22 giving approval.

23

24 To minimize disagreement between the member and the board over the
25 interpretation of Article 10, Section 5(b), and to prevent different club boards
26 from taking different views and actions, the above amendment is necessary.

FINANCIAL IMPACT

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