

## CHAPTER IV – ADMINISTRATION

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#### 26.010. Rotary International Strategic Plan

##### 26.010.1. Mission Statement

We provide service to others, promote integrity, and advance world understanding, goodwill, and peace through our fellowship of business, professional, and community leaders.  
*(November 2009 Mtg., Bd. Dec. 42)*

Source: June 2007 Mtg., Bd. Dec. 228;

*Amended by* November 2009 Mtg., Bd. Dec. 42

26.010.2. Core Values

The Board has adopted “core values” as part of the strategic plan of Rotary International: Service, Fellowship, Diversity, Integrity, and Leadership (*November 2010 Mtg., Bd. Dec. 38*)

*Source:* June 2007 Mtg., Bd. Dec. 228;

*Amended by* November 2009 Mtg., Bd. Dec. 42

26.010.3. Strategic Priorities and Goals

Increase Our Impact

- Eradicate polio and leverage the legacy
- Focus our programs and offerings
- Improve our ability to achieve and measure impact

Expand Our Reach

- Grow and diversify our membership and participation
- Create new channels into Rotary
- Increase Rotary’s openness and appeal
- Build awareness of our impact and brand

Enhance Participant Engagement

- Support clubs to better engage their members
- Develop a participant-centered approach to deliver value
- Offer new opportunities for personal and professional connection
- Provide leadership development

Increase our Ability to Adapt

- Build a culture of research, innovation, and willingness to take risks
- Streamline governance, structure, and processes
- Review governance to foster more diverse perspectives in decision-making

*(April 2024 Mtg., Bd. Dec. 119)*

*Source:* November 2009 Mtg., Bd. Dec. 42;

*Amended by* January 2010 Mtg., Bd. Dec. 118; November 2010 Mtg., Bd. Dec. 46; June 2013 Mtg., Bd. Dec. 196; May 2014 Mtg., Bd. Dec. 122; April 2016 Mtg., Bd. Dec. 157; June 2018 Mtg., Bd. Dec. 178; April 2024 Mtg., Bd. Dec. 119

26.010.4. Alignment with RI Strategic Plan and RI Board Performance Goals

The work of Rotary shall be in alignment with the RI Strategic Plan. In furtherance of such goal, the Board, in collaboration with the current RI president, shall establish RI Board performance goals, to be aligned with the RI Strategic Plan and the presidential goals and

vision. The general secretary shall support a mechanism for creating and reporting on goals, for review by the Board at its regular meetings each year. *(April 2022 Mtg., Bd. Dec. 123)*

**Source:** September 2011 Mtg., Bd. Dec. 43;

**Amended by** January 2012 Mtg., Bd. Dec. 158; July 2014 Mtg., Bd. Dec. 9; April 2022 Mtg., Bd. Dec. 123

**26.010.5. Vision Statement**

The Board has adopted the following vision statement:

Together, we see a world where people unite and take action to create lasting change—across the globe, in our communities, and in ourselves. *(September 2017 Mtg., Bd. Dec. 24)*

**Source:** June 2017 Mtg., Bd. Dec. 168

**Amended by** September 2017 Mtg., Bd. Dec. 24

**26.010.6. Program of Rotary**

The program of Rotary is to increase sustainable service focused on programs and activities that support youth and young leaders and The Rotary Foundation’s areas of focus. *(October 2019 Mtg., Bd. Dec. 29)*

**Source:** November 2009 Mtg., Bd. Dec. 42;

**Amended by** January 2010 Mtg., Bd. Dec. 118; June 2013 Mtg., Bd. Dec. 196; May 2014 Mtg., Bd. Dec. 122; October 2019 Mtg., Bd. Dec. 29

**26.020. Rotary and Politics**

Because its world-wide membership includes persons of many facets of political opinion, no corporate action or corporate expression of opinion shall be taken or given by Rotary on political subjects. *(April 2016 Mtg., Bd. Dec. 157)*

**Source:** November 1964 Mtg., Bd. Dec. 89

**Amended by** April 2016 Mtg., Bd. Dec. 157

**26.030. Rotary and Religion**

Rotary is a secular organization whose membership includes persons of all faiths, religions, and beliefs. *(November 2007 Mtg., Bd. Dec. 49)*

**Source:** November 2007 Mtg., Bd. Dec. 49

**26.040. Rotary Anthem**

An arrangement from the “march” of the Overture to “Egmont” by Ludwig van Beethoven is the official Rotary anthem that can be played at appropriate occasions, such as flag ceremonies. *(February 2000 Mtg., Bd. Dec. 298)*

*Source:* November 1999 Mtg., Bd. Dec. 222;  
*Amended by* February 2004 Mtg., Bd. Dec. 209

**26.050. Rotary Protocol**

The following order of protocol is recommended for introducing, presenting, and seating all current, past, and future officers of RI and its Foundation, committee members, and their partners at all RI meetings, functions, and receiving lines, and for listing in all RI publications:

President (or president's representative)  
Past presidents (in order of seniority)  
President-elect  
President-nominee  
Vice-president  
Treasurer  
Director Executive committee chair  
Other directors  
Trustee chair  
Trustee chair-elect  
Trustee vice-chair  
Other trustees  
General secretary  
Past directors (in order of seniority)  
Directors-elect  
Past trustees (in order of seniority)  
Incoming trustees  
Directors-nominee  
Past general secretaries (in order of seniority)  
Rotary GB&I regional board members  
District governors  
Past district governors (in order of seniority)  
Rotary coordinators, Rotary public image coordinators, regional Rotary Foundation coordinators and endowment/major gifts advisers  
District governors-elect  
District governors-nominee

At Rotary functions, officers should be addressed according to protocol only once with partners included at the time of introduction. Individuals holding more than one office or past office, shall be ranked by the highest current or past office held.

After the recommended order of protocol above, the following additional order of protocol is recommended and should be modified to fit local customs and practice:

Regional and zone-level committee members  
Assistant governors

District secretaries/treasurers  
District committee members  
Club presidents  
Club presidents-elect  
Club vice-presidents  
Club secretaries  
Club treasurers  
Club sergeants-at-arms  
Other club board members  
Club committee chairs  
Past assistant governors  
Rotarians  
Rotary alumni  
Rotarians' families

At district meetings, Rotarians visiting from a foreign country may be placed before local Rotarians of the same rank, as a courtesy.

High-ranking non-Rotarians may be given precedence in ranking according to local custom. Clubs and districts are encouraged to advise guests if protocol places Rotarians before non-Rotarians. (*October 2022 Mtg., Bd. Dec. 30*)

**Source:** July 1995 Mtg., Bd. Dec. 23;

**Amended by** May 2000 Mtg., Bd. Dec. 412; November 2005 Mtg., Bd. Dec. 103; February 2006 Mtg., Bd. Dec. 133; June 2010 Mtg., Bd. Dec. 251; January 2011 Mtg., Bd. Dec. 137; May 2011 Mtg., Bd. Dec. 182; January 2014 Mtg., Bd. Dec. 83; October 2014 Mtg., Bd. Dec. 38; October 2022 Mtg., Bd. Dec. 30

## **26.060. Election Guidelines and Campaigning**

### **26.060.1. Board Approved Statement of Guidelines**

A single statement of guidelines for RI elections should apply to the entire Rotary world. All candidates for elective office should be advised in writing of the RI election policies and procedures by the person responsible for administering the election. (*November 2001 Mtg., Bd. Dec. 45*)

**Source:** November 1990 Mtg., Bd. Dec. 80;

**Amended by** June 2001 Mtg., Bd. Dec. 325; November 2001 Mtg., Bd. Dec. 45

### **26.060.2. Official Report of Nominating Committee**

After confidential discussion in committee, the nominating committees for RI director shall state in writing on official reports to the general secretary that the selected nominee, to the best of the committee's knowledge, has not violated any of the rules against campaigning, electioneering or canvassing in the RI Bylaws. The report of all nominating committees shall also contain the names and signatures of all committee members in attendance. Such report

should be forwarded to the general secretary along with the name of the nominee of the committee. (*April 2016 Mtg., Bd. Dec. 157*)

**Source:** November 1990 Mtg., Bd. Dec. 80;

**Amended by** June 2001 Mtg., Bd. Dec. 325; April 2016 Mtg., Bd. Dec. 157

#### 26.060.3. Announcement of Nominations and Elections

Members of RI nominating committees shall refrain from issuing independent statements announcing the committee's nomination without the prior authorization of the Board, pursuant to RI Bylaws section 13.010. Editors of *Rotary* magazine and licensed regional magazines shall ensure that all articles and announcements of Rotary nominations and elections accurately reflect the Rotary election process, including the opportunity to challenge. (*January 2019 Mtg., Bd. Dec. 80*)

**Source:** May 2003 Mtg., Bd. Dec. 362;

**Amended by** October 2018 Mtg., Bd. Dec. 68; January 2019 Mtg., Bd. Dec. 80

#### 26.060.4. Rules Regarding Campaigning, Canvassing, and Electioneering

It is a fundamental principle in Rotary that the best qualified candidate should be selected for service in Rotary's elective offices. Therefore, any effort to influence the selection process in a positive or negative manner by campaigning, canvassing, electioneering or otherwise is prohibited under the RI Bylaws.

The following rules shall be followed concerning campaigning, canvassing and electioneering for any Rotarian considering election to the office of president, director, Governor, or Council representative, or the nominating committee for any such office. These rules are designed to ensure that the best qualified candidate is selected for office:

1. Rotarians should at all times conform to the prohibitions of the RI Bylaws concerning campaigning, canvassing or electioneering. All Rotarians should observe both the letter and the spirit of the bylaws and refrain from any activity whose purpose or effect is to influence others by promoting or soliciting support for a candidate's or another Rotarian's candidacy. Such activity is repugnant to the spirit of the bylaws and the principles of Rotary and will be grounds for disqualification of a candidate.
2. Campaigning, canvassing or electioneering is any action seeking to promote, attack, support, or oppose a candidate, either directly or indirectly, in any medium, including, but not limited to, any action seeking votes, requesting support in a forthcoming election, distribution of literature or promotional materials or other overt actions intended to promote one's candidacy for an elected Rotary office.
3. The periods of candidacy for elective office begin when individual Rotarians begin to give serious consideration to submitting their names for a position covered by the RI rules for nominations and elections. Commencing at that time, candidates should be particularly careful to avoid any actions designed to publicize their names or achievements, to call attention to the applicable nominations or elections, or to give candidates an unfair advantage over other candidates for the same position.

4. The normal performance of duly-assigned Rotary activities would not be considered to be a violation of the policies related to campaigning, canvassing or electioneering.
5. Contacting clubs to inform them to request their concurrence for a proposed challenge or election complaint is not prohibited provided that such contact is limited to the exchange of factual information.

*(September 2016 Mtg., Bd. Dec. 28)*

**Source:** March 1993 Mtg., Bd. Dec. 135, App. E;

**Amended by** June 2001 Mtg., Bd. Dec. 325; February 2007 Mtg., Bd. Dec. 149; April 2016 Mtg., Bd. Dec., 157; September 2016 Mtg., Bd. Dec. 28

## **26.070. Election Complaint Procedures**

The following procedures for review of RI elections shall be followed whenever a complaint is made and filed in accordance with the applicable sections of the RI Bylaws:

### **26.070.1. Advising the Parties of a Complaint**

After receiving any election complaint, the general secretary shall inform the party in question of the allegation, request a written response with documentation by a certain date, and notify the parties of the proper procedure to be followed. *(June 2001 Mtg., Bd. Dec. 326)*

**Source:** March 1992 Mtg., Bd. Dec. 183.

**Amended by** November 1995 Mtg., Bd. Dec. 81; February 1996 Mtg., Bd. Dec. 174; June 2001 Mtg., Bd. Dec. 326

### **26.070.2. Methods of Resolution**

The president, or the general secretary acting on the president's behalf, shall resolve an election dispute in the following situations:

1. there has been a misunderstanding about the requirements of the relevant constitutional documents;
2. information has been received and certified by the general secretary that a candidate has appealed to a "non-Rotary agency" prior to completing the RI election review procedures. In such instances the president shall, in accordance with RI Bylaws section 13.030.5. and on behalf of the Board, send a "show-cause" letter by priority mail to the candidate requesting information within 15 days indicating that the lawsuit was not filed on the candidate's behalf. Upon the candidate's failure to provide adequate evidence that the action was not taken on the candidate's behalf, the President, on behalf of the Board, shall notify the candidate that he or she is disqualified for the election in question and from contesting any elective office of RI in the future for a period as determined by the board, without referral to the RI election review committee. The president shall also notify the executive committee of any action taken pursuant to this subsection.

In all other situations, the president shall, in consultation with the chair of the election review committee, select three members of that committee (one of whom shall be designated as

convener) to serve as a panel to evaluate the complaint. Any member of the committee, however, may disqualify himself or herself from considering a particular complaint. Any vacancy on the panel shall be filled in the same manner. A member of the Election Review Committee should not serve on a panel that reviews any complaint from the committee member's own zone or country. The election complaint will be administered in accordance with the procedures set forth below. (*April 2016 Mtg., Bd. Dec. 157*)

**Source:** March 1992 Mtg., Bd. Dec. 183.

**Amended by** November 1995 Mtg., Bd. Dec. 81; June 1997 Mtg., Bd. Dec. 301; June 2001 Mtg., Bd. Dec. 326; July 2003 Mtg., Bd. Dec. 19; June 2008 Mtg., Bd. Dec. 239; January 2012 Mtg., Bd. Dec. 158; June 2013 Mtg., Bd. Dec. 196; July 2014 Mtg., Bd. Dec. 14; April 2016 Mtg., Bd. Dec. 157

#### 26.070.3. Requirement for Cash Bond

At the time a club files a complaint with the general secretary, such club shall pay to Rotary International a cash bond. If such complaint addresses a district level office, e.g., governor, council representative, member of a nominating committee for governor or director, the amount of the cash bond shall be US\$2,000. If such complaint addresses the election of an individual to any other position, the amount of the cash bond shall be US\$5,000. The general secretary shall take no action with respect to any such complaint until the cash bond is paid. No complaint shall be considered as received by the general secretary until the cash bond is paid. If the cash bond is not received by the general secretary by the deadline provided in Article 13.030.1. of the RI Bylaws, the complaint shall be deemed invalid and will not be considered further. The general secretary shall cause the cash bond to be refunded without interest only if the complaint is upheld by the Board. Otherwise, the cash bond shall be forfeited and retained by Rotary International. (*September 2016 Mtg., Bd. Dec. 28*)

**Source:** August 1999 Mtg., Bd. Dec. 81;

**Amended by** February 2007 Mtg., Bd. Dec. 149; January 2015 Mtg., Bd. Dec. 122; April 2016 Mtg., Bd. Dec. 157; September 2016 Mtg., Bd. Dec. 28

#### 26.070.4. Summary and Analysis of Complaint

The general secretary shall prepare and convey to the panel of the election review committee a summary and analysis of the complaint (and response, if one has been received by the set date), with copies of all documents submitted. Any document submitted by the parties to the complaint may be made available to all parties upon request. (*July 2003 Mtg., Bd. Dec. 19*)

**Source:** March 1992 Mtg., Bd. Dec. 183.

**Amended by** November 1995 Mtg., Bd. Dec. 81; February 1996 Mtg., Bd. Dec. 174; June 1997 Mtg., Bd. Dec. 301; June 2001 Mtg., Bd. Dec. 326; July 2003 Mtg., Bd. Dec. 19

#### 26.070.5. Consideration of Additional Information

The committee may request the general secretary to obtain additional evidence or information from the complainant, the candidate or any other concerned party. The committee may also, on behalf of the Board, grant a waiver of any Board-imposed confidentiality requirements to the extent it believes is necessary to ascertain additional information. (*April 2016 Mtg., Bd. Dec. 157*)

**Source:** March 1992 Mtg., Bd. Dec. 183; February 2007 Mtg., Bd. Dec. 149.  
**Amended by** June 2001 Mtg., Bd. Dec. 326; April 2016 Mtg., Bd. Dec. 157

26.070.6. Review of Elections for President and Director

The panel of the election review committee shall evaluate a complaint by correspondence. However, should the election be for the general offices of president or director, the president (or the general secretary acting on the president's behalf) may, upon the recommendation of the committee and after consultation with the chair of the election review committee, authorize a meeting of the panel at a time and place determined by the general secretary. At such a meeting, the committee may grant a personal appearance to any party directly concerned in the election under review, at that party's expense. (*April 2016 Mtg., Bd. Dec. 157*)

**Source:** March 1992 Mtg., Bd. Dec. 183.  
**Amended by** June 2001 Mtg., Bd. Dec. 326; July 2003 Mtg., Bd. Dec. 19; April 2016 Mtg., Bd. Dec. 157

26.070.7. Committee's Report to Board

Based on its review of the available information, the panel of the election review committee shall report to the Board its findings of fact, its conclusions and recommendations and reasons therefor. A copy of the report shall go to the chair of the election review committee, if the chair is not a panel member. (*April 2016 Mtg., Bd. Dec. 157*)

**Source:** March 1992 Mtg., Bd. Dec. 183.  
**Amended by** May 2000 Mtg., Bd. Dec. 374; June 2001 Mtg., Bd. Dec. 326; July 2003 Mtg., Bd. Dec. 19; April 2016 Mtg., Bd. Dec. 157

26.070.8. Board Consideration of Election Review Committee Report

Election complaints referred to the Board pursuant to Board policy shall be considered no later than at the Board's final meeting in the Rotary year in which the complaint is filed.

The Executive Committee is authorized to act on behalf of the Board to take any action permitted by RI Bylaws section 13.030.2. with regard to complaints that cannot be reviewed by the Board at its final meeting. The Executive Committee must reach its decision prior to 15 September. (*June 2020 Mtg., Bd. Dec. 173*)

**Source:** February 2002 Mtg., Bd. Dec. 169; May 2014 Mtg., Bd. Dec. 119;  
**Amended by** January 2016 Mtg., Bd. Dec. 113; June 2020 Mtg., Bd. Dec. 173

26.070.9. Report of Board Decision

The Board's decision shall be reported to all parties concerned and to all members of the election review committee. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** March 1992 Mtg., Bd. Dec. 183.  
**Amended by** November 1995 Mtg., Bd. Dec. 81; February 1996 Mtg., Bd. Dec. 174

26.070.10. Other Election Issues

In the event that the general secretary or president become aware of alleged irregularities within the election process that require immediate resolution, but that are not the subject of an election complaint, including, but not limited to, such matters as the certification of votes by the district governor, the operational procedures utilized by a nominating committee or balloting committee, such issues shall be directed to the chair of the RI Election Review Committee, or his or her designee, for examination and decision. All such decisions made pursuant to this paragraph shall be reported to the Board at its next meeting. *(June 2007 Mtg., Bd. Dec. 265)*

Source: June 2007 Mtg., Bd. Dec. 265

**26.080. Rotary Privacy Statements**

The Board has adopted a Rotary privacy statement. The general secretary is authorized to revise the statement as circumstances require. The general secretary is requested to report revisions made to the privacy statement to the Board.

Rotary's Privacy Statement for Personal Data

In the course of fulfilling its mission, Rotary International ("Rotary") collects personal data regarding Rotarians, Rotary clubs and others. Rotary is committed to protecting the privacy of these individuals. Personal data is defined as any information that relates to an individual who is or can be identified from the data, either alone or in conjunction with other information. Rotary will adhere to the following principles:

1. Rotary will only collect and use personal data for Core Business Purposes.
2. Rotary will strive for personal data accuracy and relevance.
3. Rotary will be transparent about how it uses personal data.
4. Rotary will act with urgency on potential breaches.
5. Rotary will adopt "privacy by design and by default."
6. Rotary will keep personal data secure.

Rotary's Core Business Purposes are purposes that are critical or closely related to Rotary's essential activities or legitimate interests. Such purposes include, but are not limited to:

- Fulfilling Rotary's obligations to Rotarians and other individuals
- Financial processing
- Supporting The Rotary Foundation, including fundraising efforts
- Facilitating convention and special event planning
- Communicating key organizational messages through Rotary publications and other materials
- Supporting the programs and membership of Rotary

- Complying with the law or acting in good faith belief that such an action is necessary to conform with the requirements of the law.

*(October 2018 Mtg., Bd. Dec. 37)*

**Source:** November 2007 Mtg., Bd. Dec. 47;  
**Amended by** October 2018 Mtg., Bd. Dec. 37

## **26.090. Statements on Issues**

As the association of Rotary clubs worldwide, RI does not issue formal statements for or against any specific issues, as it is the policy of the association to maintain a neutral position. It is through service initiatives of individual Rotary clubs, rather than declarations by the corporate body, that Rotary best demonstrates its commitment to peace and humanitarian endeavors. *(June 2010 Mtg., Bd. Dec. 193)*

**Source:** June 2010 Mtg., Bd. Dec. 193

## **26.100. Mediation and Arbitration Guidelines**

The Board interprets RI Bylaws section 24.010. to require that a request for mediation or arbitration of a dispute must be received by the general secretary no later than 60 days after the date of the occurrence of the dispute.

The Board interprets RI Bylaws article 24 to apply only to disputes that do not involve actions taken by RI, a district or an RI officer pursuant to authority granted under the RI constitutional documents, the *Rotary Code of Policies*, or the *Rotary Foundation Code of Policies*. *(June 2008 Mtg., Bd. Dec. 227)*

**Source:** January 2008 Mtg., Bd. Dec. 155  
**Amended by** June 2008 Mtg., Bd. Dec. 227

### **26.100.1. Mediation or Arbitration Requests**

Any request for mediation or arbitration pursuant to Article 24 of the RI Bylaws must be received by the general secretary no later than 60 days after the date of the occurrence of the dispute. Only disputes that do not involve the actions taken by RI, a district, or an RI officer pursuant to authority granted under the RI constitutional documents, the *Rotary Code of Policies* or *The Rotary Foundation Code of Policies* shall be eligible for mediation or arbitration. After receiving a mediation request from one party, the general secretary shall inform the other party in question of the request and notify the parties of the proper procedure to be followed. *(June 2008 Mtg., Bd. Dec. 242)*

**Source:** June 2008 Mtg., Bd. Dec. 242

26.100.2. Methods of Resolution

Should one party refuse to agree to mediation, the dispute may be settled by arbitration pursuant to section 24.030. of the RI Bylaws. Should all parties agree to mediation, they may request the general secretary to appoint a mediator pursuant to section 24.020. of the RI Bylaws. (*June 2008 Mtg., Bd. Dec. 242*)

Source: June 2008 Mtg., Bd. Dec. 242

26.100.3. Summary and Analysis of Complaint

Each party shall prepare and convey to the mediator and/or arbitrators a summary and analysis of the dispute, with copies of all documents submitted. Any document submitted by the parties to the dispute shall be made available to all parties. (*June 2008 Mtg., Bd. Dec. 242*)

Source: June 2008 Mtg., Bd. Dec. 242

26.100.4. Mediator and/or Arbitrators' Report to Board

Based on its review of the available information, the mediator or arbitrators shall report to the Board the findings of fact, decision and reasons therefor. (*June 2008 Mtg., Bd. Dec. 242*)

Source: June 2008 Mtg., Bd. Dec. 242

26.100.5. Arbitration

Should mediation be unsuccessful or if mediation is refused by one or more of the parties, the dispute may be settled by arbitration. Each party shall appoint an arbitrator and the arbitrators shall appoint an umpire. The arbitrators and umpire must be Rotarians. (*June 2008 Mtg., Bd. Dec. 242*)

Source: June 2008 Mtg., Bd. Dec. 242

26.100.6. Delegation of Authority

The board delegates authority to the general secretary to act on its behalf regarding the setting of dates for mediation and/or arbitration and on any matter pertaining to the procedure for mediation and arbitration that is not otherwise addressed in Article 24 of the RI Bylaws. (*June 2008 Mtg., Bd. Dec. 242*)

Source: June 2008 Mtg., Bd. Dec. 242

**26.110. Relationship Between Directors and Trustees of The Rotary Foundation**

26.110.1. Future RI General Officers Serving as Trustees

It is not appropriate for a general officer of Rotary International to serve at the same time as a Trustee of The Rotary Foundation and, therefore, the Board requests Trustees who have

been elected as RI president or RI director to resign from the TRF Board of Trustees before beginning their term as an RI officer. *(September 2011 Mtg., Bd. Dec. 39)*

**Source:** November 1999 Mtg., Bd. Dec. 136;  
**Amended by** September 2011 Mtg., Bd. Dec. 39

26.110.2. Liaisons at Board and Trustees Meetings

The RI president may appoint a liaison director to Foundation Trustees' meetings, such liaison to attend as determined by the trustee chair. The Board shall invite a liaison trustee, if appointed by the trustee chair to attend Board meetings as determined by the RI president. *(April 2016 Mtg., Bd. Dec. 157)*

**Source:** June 2004 Mtg., Bd. Dec. 295; June 2009 Mtg., Bd. Dec. 236;  
**Amended by** April 2016 Mtg., Bd. Dec. 157; **Affirmed by** November 2005 Mtg., Bd. Dec. 36

26.110.3. Procedures for Nominating Rotary Foundation Trustees

The following procedures should be used to nominate and elect Rotary Foundation trustees under RI Bylaws section 22.020.:

The president-elect shall

1. annually call for suggestions for qualified persons for the position of Rotary Foundation trustee from present and past RI senior leaders;
2. appoint a task force of at least three members to review the suggested names and recommend to the president-elect no fewer than three candidates for each open position on the Rotary Foundation trustees;
3. provide this task force with the qualifications, expertise, skills, and geographical considerations that the president-elect wishes the task force to particularly consider when recommending candidates.

*(September 2016 Mtg., Bd. Dec. 28)*

**Source:** April 2016 Mtg., Bd. Dec. 153  
**Amended by** September 2016 Mtg., Bd. Dec. 28

26.110.4. Election of Rotary Foundation Trustees by the RI Board

The president-elect shall submit to the RI Board for election, no later than at its second meeting each year, the names of the individuals he or she nominates as Rotary Foundation Trustees.

Prior to nominating candidates for election by the Board, the president-elect shall consult with the Foundation chair-elect. The president-elect shall not nominate, and the board shall not elect, any Rotarian as trustee who has previously been sanctioned or otherwise found by the Board or Trustees to have acted contrary to RI or TRF policies.

Presidents-elect are requested to nominate no fewer than twice the number of candidates for election as Foundation trustee as there will be open positions in the following year, not including the position to be held by an RI past president. Current directors shall not be eligible to be nominated by the president-elect or elected by the Board.

Other than RI past presidents, no one who has served for two years or more as a trustee shall be eligible for subsequent reelection as a trustee. (*September 2020 Mtg., Bd. Dec. 23*)

**Source:** June 2001 Mtg., Bd. Dec. 309;

**Amended by** July 2002 Mtg., Bd. Dec. 8; June 2010 Mtg., Bd. Dec. 182; January 2012 Mtg., Bd. Dec. 158; April 2019 Mtg., Bd. Dec. 140; January 2020 Mtg., Bd. Dec. 90; June 2020 Mtg., Bd. Dec. 158; September 2020 Mtg., Bd. Dec. 23

## **26.120. Harassment-Free Environment at Meetings, Events, or Activities**

Rotary is committed to maintaining an environment that is free of harassment. Harassment is broadly defined as any conduct, verbal or physical, that threatens, denigrates, insults or offends a person or group based on the following characteristics: age, ethnicity, race, color, disability, religion, socioeconomic status, culture, sex, sexual orientations, or gender identity.

All members and individuals attending or participating in Rotary meetings, events or activities should expect an environment free of harassment and shall help maintain an environment that promotes safety, courtesy, dignity, and respect to all. Adults who work with youth are subject to policies outlined in Rotary Code of Policies section 2.120.

District leaders, including governors, assistant governors, and committee chairs are encouraged to work with their clubs to create a harassment-free environment. District leaders should also work with their clubs to establish a code of conduct and policies for how to address and prevent harassment within their clubs, among their membership, and with other participants in Rotary.

All allegations of criminal activity should be referred to appropriate local law enforcement authorities.

The Rotary or Rotaract club board, district, or zone leadership shall promptly address allegations of harassment and shall not retaliate against those making the allegation.

For Rotary or Rotaract clubs, allegations of harassment at Rotary meetings, events, or activities shall be reviewed by the Rotary or Rotaract club board and responded to within a reasonable timeframe, typically one month. If the alleged offender is a member of the Rotary or Rotaract club board, the individual is expected to remove oneself from the discussion. The review and/or investigation shall be dependent on the circumstances including the severity and pervasiveness of the behavior. Concerns that allegations of harassment were not adequately addressed by the Rotary or Rotaract club, may be referred with appropriate documentation to the district governor.

For districts, allegations of harassment at Rotary meetings, events, or activities shall be reviewed by the governor, or a committee appointed by the governor for this purpose, and responded to within a reasonable time-frame, typically one month. If the district governor is the alleged offender, the immediate past district governor (or most recent past governor), directly or by appointment of a committee for this purpose, shall review and respond to the allegation. The general secretary shall be informed within two weeks of any allegations of harassment by district governors, governors-elect, and governors-nominee. The review and/or investigation shall be dependent on the circumstances including the severity and pervasiveness of the behavior. Concerns that allegations of harassment were not adequately addressed by the district, may be referred with appropriate documentation to the RI Director whose zone includes the district.

For zones, allegations of harassment at Rotary meetings, events or activities shall be reviewed by the RI Director, or a committee appointed by the RI Director for this purpose, and responded to within a reasonable time-frame, typically one month. If the RI Director is the alleged offender, either another current or past RI director as appointed by the RI president shall review and respond to the allegation.

The RI president shall be informed within two weeks of any allegations of harassment by RI directors, directors-elect, and directors-nominee. Concerns that allegations of harassment were not adequately addressed by the zone, may be referred with appropriate documentation to the RI president.

Any person involved in Rotary against whom any allegation of sexual abuse or sexual harassment is made must be removed from all contact with youth until the matter is resolved.

A non-Rotary volunteer who admits to, is convicted of, or is otherwise known or found to have engaged in sexual abuse or sexual harassment must be prohibited from working with youth in a Rotary context.

A Rotary or Rotaract club must terminate the membership of any individual who admits to, is convicted of, or is otherwise known or found to have engaged in sexual abuse or sexual harassment or severe and/or pervasive harassment.

A Rotary or Rotaract club may not grant membership to a person who admits to, is convicted of, or is otherwise known or found to have engaged in sexual abuse or sexual harassment, or severe and/or pervasive harassment. Upon obtaining information that a club has knowingly failed to terminate the membership of such an individual, the RI Board may terminate the club for failure to function.

Rotary and Rotaract club, district, and zone leaders must promptly report sexual abuse, sexual harassment, and severe and/or pervasive harassment and any resulting membership terminations to the general secretary. Failure to adequately address findings of harassment will be reported to the RI Board for appropriate action, which may include club termination or other sanctions.

As it pertains to Rotary Alumni Associations, Rotary Action Groups, and Rotary Fellowships, the Alumni Association, Rotary Action Group, and Rotary Fellowship leadership shall promptly address allegations of harassment and shall not retaliate against those making the allegation. Allegations of harassment at an Alumni Association, Action Group, or Fellowship event or activity shall be reviewed by the Alumni Association, Action Group, or Fellowship, or a committee appointed by the chair of the Alumni Association, Action Group, or Fellowship for this purpose, and responded to within a reasonable time-frame, typically one month. If the chair or other leaders of the Alumni Association, Action Group, or Fellowship is/are the alleged offender, the immediate past chair (or most recent chair), directly or by appointment of a committee for this purpose, shall review and respond to the allegation. If the alleged offender is a member of the board of the Alumni Association, Action Group, or Fellowship, the individual is expected to remove oneself from the discussion. The review and/or investigation shall be dependent on the circumstances including the severity and pervasiveness of the behavior. Concerns that allegations of harassment were not adequately addressed by the Alumni Association, Action Group, or Fellowship may be referred with appropriate documentation to the RI president.

Rotary Alumni Associations, Rotary Action Groups, and Rotary Fellowships must report allegations of harassment to the alleged offender's club president and district governor. If a Rotary Alumni Association, Rotary Action Group, or a Rotary Fellowship fails to adequately address findings of harassment, the RI president shall notify the RI Board for appropriate action. Such action may include termination or other appropriate sanctions. *(October 2024 Mtg., Bd. Dec. 22)*

**Source:** January 2019 Mtg., Bd. Dec. 119;

**Amended by** October 2019 Mtg., Bd. Dec. 48; April 2020 Mtg., Bd. Dec. 132; June 2021 Mtg., Bd. Dec. 177; April 2023 Mtg., Bd. Dec. 114; October 2024 Mtg., Bd. Dec. 22

#### 26.120.1. Curriculum on Adult Harassment Policies

Incoming and current club presidents, governors, regional leaders, and directors shall be provided curriculum on RI's adult harassment policies and procedures at events including, but not limited to, presidents-elect training seminars (PETS) and International Assemblies. *(April 2024 Mtg., Bd. Dec. 119)*

**Source:** October 2019 Mtg., Bd. Dec. 34;

**Amended by** January 2020 Mtg., Bd. Dec. 85; April 2024 Mtg., Bd. Dec. 119

#### 26.130. **Our Commitment to Diversity, Equity, and Inclusion**

At Rotary, we understand that cultivating a diverse, equitable, and inclusive culture is essential to realizing our vision of a world where people unite and take action to create lasting change.

We value diversity and celebrate the contributions of people of all backgrounds, across age, ethnicity, race, color, disability, learning style, religion, faith, socioeconomic status, culture,

marital status, languages spoken, sex, sexual orientation, and gender identity as well as differences in ideas, thoughts, values, and beliefs.

Recognizing that individuals from certain groups have historically experienced barriers to membership, participation, and leadership, we commit to advancing equity in all aspects of Rotary, including in our community partnerships, so that each person has the necessary access to resources, opportunities, networks, and support to thrive.

We believe that all people hold visible and invisible qualities that inherently make them unique, and we strive to create an inclusive culture where each person knows they are valued and belong.

In line with our value of integrity, we are committed to being honest and transparent about where we are in our DEI journey as an organization, and to continuing to learn and do better. *(November 2021 Mtg., Bd. Dec. 34)*

*Source:* June 2021 Mtg., Bd. Dec. 184

*Amended by* November 2021 Mtg., Bd. Dec. 34

## **26.140. Code of Conduct**

Rotary core values: fellowship, integrity, diversity, service, and leadership

This code of conduct reflects our core values and explains the responsibility that comes with being a Rotarian and Rotaractor, which includes members from nearly every country in the world, speaking over 100 different languages. We are committed to upholding and evolving this code as our organization grows.

Like our core values, we expect Rotarians and Rotaractors to exemplify this code of conduct as they interact with one another, Rotary program participants, Alumni, project partners, and members of the community. Specifically, the code of conduct applies at all club, district, zone, and Rotary International meetings, learning events, events, and anywhere else a member represents Rotary and on My Rotary and social media.

### **Expectations**

All club members and other participants including Rotary program participants, Alumni, project partners, and representatives of Rotary are expected to comply with this code of conduct, be considerate and contribute to a collaborative, positive, and healthy environment in which all are respected and valued.

### **USE RESPECTFUL LANGUAGE**

- When you first meet someone, introduce yourself and explain how you would like to be addressed, including your preferred pronouns (he/him/his, she/her/hers, they/them/theirs). Call others by their preferred name, rather than using a nickname that is easier to pronounce.
- When addressing larger groups, utilize gender neutral words to avoid gender assumption.

- Use active listening to deepen your understanding of others.
- Be conscious of language use and adapt depending on region. Some wording is acceptable in some cultures but unacceptable in others.
- Avoid slang or idioms that do not translate across cultures or be deliberate in explaining them to share our diverse cultures and languages.
- Speak plainly and avoid acronyms and jargon that not everyone may understand.
- If you are curious about someone's cultural background, faith, sexual orientation, gender, or another characteristic, ask if they are open to sharing more about themselves. Refrain from asking if the topic is not relevant to your conversation.
- Foster an atmosphere of intergenerational dialogue and avoid describing anyone by their age.

### **BE SUPPORTIVE**

- Be an ally and advocate for others and be ready to intervene when you see a need.
- If you see or hear something inappropriate, address the behavior in a way to offer support to those affected.
- As a member of Rotary, uphold the Code of Conduct, build this culture within your club experience, and address any issues as they arise.

### **FOSTER A WELCOMING AND INCLUSIVE ENVIRONMENT**

- Ensure every member and participant can fully engage in any meeting, event, or activity that you organize in person or online by offering an accessible venue, simultaneous interpretation, closed captioning and/or transcripts, and other resources as needed.
- Review any club or program traditions and stop or change activities that may be offensive or alienating to a specific group.
- Create a welcoming environment and include all in conversations, projects, and events.
- As much as possible, pay attention to nonverbal communication such as eye contact, facial expressions, tone of voice, personal space, gestures, and posture, and how it impacts your ability to engage with and relate to others.
- Know the important dates of various religions and schedule events and activities in a way that is inclusive and considerate of people who observe them.
- Be aware of people's dietary and health restrictions.
- Open opportunities for everyone to hold leadership roles in your club and district or engage with your community partners.

### **CELEBRATE DIVERSITY**

- Increase your club's awareness, understanding, and acceptance of people with disabilities.
- Celebrate a variety of cultural events and religious observances, rather than continually conducting service projects or hosting events associated with a single culture or religion.
- Acknowledge and celebrate significant dates relevant to diversity.
- Avoid stereotyping and mocking any specific group.

- Acknowledge and celebrate different genders.

#### Report Code of Conduct Concerns

If you feel someone conducts behavior that goes against the code of conduct, email [DEI.Inquiries@rotary.org](mailto:DEI.Inquiries@rotary.org).

#### Report Adult Harassment Issues

Per the Rotary Code of Policies, Rotary currently maintains the following to report issues of harassment involving Rotarians or Rotaractors at meetings, events, or activities:

Rotary is committed to maintaining an environment that is free of any form of harassment, broadly defined as any conduct, verbal or physical, that denigrates, insults, or offends a person or group based on any characteristic\* (age, ethnicity, race, color, disability, religion, socioeconomic status, culture, sex, sexual orientations, or gender identity).

If you are notified of any allegation of harassment involving an adult, or you feel you have been harassed, follow these steps:

1. If anyone's safety is in doubt, contact local law enforcement.
2. Notify a club officer (club president or secretary), district leader (district governor or district governor-elect), or zone leader (RI director).
3. Report the incident to Rotary International's Club and District Support team by contacting [cds@rotary.org](mailto:cds@rotary.org).
4. Any allegation of harassment or abuse that involves young people must be reported to Rotary International at [youthprotection@rotary.org](mailto:youthprotection@rotary.org) within 72 hours.

\*Characteristics listed here are from Rotary Code of Policies section 26.120., Harassment-free Environment at Meetings, Events, or Activities. As the Rotary Code of Policies is updated, this Code of Conduct section will be updated. (*April 2024 Mtg., Bd. Dec. 119*)

**Source:** June 2021 Mtg., Bd. Dec. 184

**Amended by** November 2021 Mtg., Bd. Dec. 34; April 2024 Mtg., Bd. Dec. 119

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## ARTICLE 27. RI PRESIDENT

- 27.010. Regulations Governing Candidates for RI President and the Nominating Committee for President
- 27.020. RI President Job Description
- 27.030. Official Activities
- 27.040. Authority to Act on Behalf of Board
- 27.050. Additional Activities
- 27.060. Annual Goals
- 27.070. Staff Support
- 27.080. Finances
- 27.090. President's Advisory Committee

### 27.010. **Regulations Governing Candidates for RI President and the Nominating Committee for President**

#### 27.010.1. Declaration of Duties and Responsibilities of President

Each candidate for president shall be provided with a summary of the duties and responsibilities of the president as set out in the RI Bylaws and in the *Rotary Code of Policies*. The prescribed form used by candidates for president shall include a signed declaration by the candidate that he or she has read, understands, and is willing to comply with such duties and responsibilities as they may be amended from time to time. (*November 2005 Mtg., Bd. Dec. 38*)

*Source:* June 2001 Mtg., Bd. Dec. 317;

*Amended by* November 2005 Mtg., Bd. Dec. 38

#### 27.010.2. Procedures for the Functioning of the Nominating Committee for President

The RI board has adopted procedures for the functioning of the Nominating Committee for RI president as follows:

##### Confidentiality

Applicants for membership on the Nominating Committee for President must sign a binding agreement at the time of their application that requires the member to immediately notify the RI president if he or she has been contacted by an individual for campaigning or electioneering purposes on behalf of a candidate for RI president. Members of the nominating committee, prior to and following the meeting of the committee, shall not discuss with other members of the committee or any other person the work of the committee, and shall at no time discuss or divulge any of the deliberations or discussions of the committee, except as they may participate in the deliberations of the committee at the time of its meeting. This confidentiality may be waived solely by the Board, or the RI Election Review Committee acting on its behalf, in order to investigate any duly filed election complaint. Names of members of the nominating committee may not be made public until after 30 June of the year in which they are selected.

#### Preparation for the Committee Meeting

1. The general secretary will assign a member of the Secretariat staff to work with and for the committee with instructions that all aspects of the work of the committee are to be kept in strict confidence.
2. Candidates for RI president shall be asked to submit a statement not to exceed 300 words outlining their vision and goals for Rotary.
3. In accordance with RI Bylaws section 10.050.2., which provides for candidates for RI president to be given an opportunity to be interviewed by the committee, the RI President, President-elect, and President-nominee will identify the key issues facing Rotary and develop three to five questions annually that candidates will be asked to answer in writing. Directors will be invited to submit proposed questions and key issues to the President, President-elect, and President-nominee for their consideration no later than 1 March.

There shall be a 150-word limit on a candidate's answers to each of the three to five questions. The list of key issues facing Rotary will be shared with the nominating committee.

4. The general secretary shall send the interview questions to those Rotarians who submit their names for consideration by the nominating committee. Answers to the interview questions must be returned no later than 10 July.
5. Written statements submitted by candidates that exceed the applicable word limits in the language submitted shall not be transmitted to the Nominating Committee for RI President.
6. In accordance with RI Bylaws section 10.040.3., no later than 15 July the general secretary shall forward to committee members an alphabetical list of the past directors who have notified the general secretary that they wish to have their names listed as being willing and able to serve as president with the name of the Rotary club in which each holds membership indicated in capital letters. If there are more than six candidates, committee members will be required to vote on their top six candidates within the following five days. Any committee members not voting by the deadline shall not attend the committee meeting. The top six vote getters shall be considered the "finalists" and invited by the general secretary to be interviewed in-person by the committee. In the event of a tie for the sixth position that would result in more than six candidates being considered finalists, a second vote shall immediately be held between all those involved in the tie to reduce the number of finalists to six. This second vote shall be by single transferable ballot and must be completed within the following 48 hours. If this second vote fails to break the tie, all candidates still involved in the tie shall be invited to be interviewed in-person by the committee. The finalists' travel and related expenses shall be paid by RI. Candidates who are not invited to be interviewed shall not be considered further by the committee. If there are six or fewer candidates, all candidates shall be considered finalists and invited to be interviewed.
7. With regard to the finalists identified by the committee, the assigned staff person shall prepare the following materials for each committee member. These materials shall be

delivered to members of the committee electronically five days before the meeting. A hard copy of these materials will be distributed to each member the day before the committee meeting.

- a. an informational letter from the general secretary pertaining to procedures of the committee meeting
  - b. a copy of the “Procedures for the Functioning of the Nominating Committee for President”
  - c. a copy of RI Bylaws Article 10
  - d. a copy of the RI President Job Description outlined in section 27.020. of this Code
  - e. an alphabetical list of candidates for the office of president
  - f. a list of key issues facing Rotary developed by the RI Board
  - g. a copy of the interview questions developed by the previous year’s nominating committee
  - h. one set of each of the following for each candidate
    - i. a copy of a current photograph submitted by the candidate
    - ii. a copy of the submission form from the candidate containing a one-page background statement
    - iii. a copy of written answers to interview questions developed by the RI Board
    - iv. a copy of the written statement of vision and goals for Rotary
    - v. a chronological list of RI committees on which the candidate has served
    - vi. a copy of the general biographical data on record in the secretariat
8. The election of the chair and secretary shall be by electronic ballot conducted under the direction of the general secretary in advance of the meeting. The general secretary shall prepare and distribute a single transferable ballot listing each member of the nominating committee who has indicated a willingness to serve as chair or secretary. Each member of the committee shall be asked to cast one vote for the chair and one vote for the secretary. The chair and secretary shall serve no more than two consecutive terms.

#### At the Committee Meeting

9. The members of the nominating committee shall be seated in alphabetical order.
10. The general secretary shall inform the committee that RI bylaws (section 10.050.1.) provide that “The committee shall meet and nominate the best qualified Rotarian from among the list of past directors who have indicated they are willing to serve as president regardless of their country of residence. However, the committee shall not nominate candidates from the same country of residence two years consecutively.”
11. Following the instructions provided by the general secretary, no one is to be in attendance during the meeting of the committee other than the duly elected members of the

nominating committee and any interpreters needed for members of the committee, except that the general secretary or an assigned staff member may be called into the meeting upon the request of the chair or other member of the committee. This staff person shall assist the committee during the course of its meeting, should any assistance be required, and shall work under the direct supervision of the chair of the committee.

12. Before the committee begins its deliberations, the chair shall inquire whether any member of the committee has been contacted by, or on behalf of, any candidate related in any way whatsoever to his or her candidacy for RI President, or is aware of any effort to influence members of the nominating committee, either directly or indirectly, and, if so, to bring these to the attention of committee at this time. The chair shall at this time ask all committee members to review and sign a written disclosure statement of any attempt to influence members of the committee. Any member of the committee who is later found to have failed to properly report campaigning or electioneering activity on behalf of a candidate may be subject to penalties imposed by the RI Board that include removal of past RI director status, removal of past district governor status, and banning the individual from any future appointments to serve on RI committees.
13. The questions to be asked each candidate shall be developed with the entire committee as follows: Following the election of the committee chair and secretary, the chair shall invite committee members to submit two suggested questions. The chair and secretary, working with other committee members as needed, shall develop suggested questions based on the responses received by committee members and present those questions to the committee on the morning of the meeting. The general secretary shall allow at least 90 minutes between the beginning of the meeting and the first interview for the committee to discuss and finalize the questions it wishes to ask the candidates.
14. The committee shall conduct interviews of no more than 45 minutes with each of the finalists previously identified by the committee in the finalist's language of choice. As part of the interview, each candidate will be allowed up to five minutes to present a prepared statement on a topic developed by the Board and distributed to candidates in advance of the meeting and up to three minutes for any closing remarks. The committee may use its discretion to adjust any of these times to allow for a candidate's interpretation needs. The finalists shall be interviewed in random order assigned in advance of the meeting by the general secretary. The same members of the nominating committee shall ask the same questions in each interview, and no follow-up questions shall be allowed. Candidates shall be shown the questions as they are asked and provided an opportunity to write them down if they wish. The General Secretary shall provide a timing device that is visible to both the committee secretary and the candidate for timing the candidates' responses. The general secretary will inform candidates that they may bring and refer to notes during their interview.
15. Following the interviews, but before conducting a ballot for president, the nominating committee shall discuss the qualifications and written statements of each candidate. No member of the committee should leave the room once the committee has started the deliberation process until the nominee has been selected.

16. Following the discussion of all of the candidates, the chair shall distribute ballots prepared by the general secretary containing an alphabetical list of candidates and instruct each member of the committee to vote for four candidates.

All voting conducted under this paragraph shall be conducted by secret ballot. After the secretary announces the results of this ballot, similar steps shall be followed to reduce the number of candidates to two and, finally, to one. Notwithstanding the foregoing, a candidate eliminated during a previous round of balloting may be reconsidered at any point if requested by at least six members of the committee. Voting must continue until there are two candidates remaining and one of the final two candidates receives at least ten votes, regardless of whether any candidate received ten or more votes in a previous round of voting. The committee shall not select an alternate, and the candidate who finishes second in the final vote shall not be considered to be an alternate.

17. In the event of a tie in voting for the final four or two candidates, the candidates involved in the tie shall proceed to the next round of voting. If there are more than two candidates in the final round of voting and no candidate receives 10 votes in the initial vote, the lowest vote-getter shall be removed from further consideration on subsequent ballots.
18. The RI Bylaws (section 10.050.3.) provide that "Twelve members of the committee shall constitute a quorum. All business of the committee shall be by majority vote, except that to select the committee's nominee for president, at least ten members of the committee shall vote for the nominee."
19. The report of the committee naming its nominee shall be signed by the chair on behalf of the committee and be delivered and certified to the general secretary. This report is to be the only formal record of the committee. The general secretary will notify each club of the contents of the report and the names of the nominating committee in accordance with the RI Bylaws.
20. Should the selection of another nominee for president be necessary, the general secretary shall contact those past directors who previously indicated to the general secretary that they wished to be considered by the nominating committee. The names of the candidates who still wish to be considered shall be considered by the committee. The procedures to be used at any emergency meeting of the committee shall follow these procedures as closely as possible.
21. In the event that the RI Board determines that it is impractical for the committee to meet in person, the RI Board may authorize a virtual committee meeting. The procedures to be used at any virtual committee meeting shall be determined by the RI president and shall follow these procedures as closely as possible.

#### Subsequent to the Meeting

22. So as to ensure that the committee has sufficient time for its deliberations, committee members should not plan to depart until the day following the committee's meeting.
23. The vision and goals statement and written answers to the interview questions developed by the RI Board submitted by the candidate chosen by the Nominating Committee for RI President shall be made available to Rotarians.

*(May 2023 Mtg., Bd. Dec. 140)*

**Source:** October-November 1977 Mtg., Bd. Dec. 97;

**Amended by** February 1999 Mtg., Bd. Dec. 190; March 2005 Mtg., Bd. Dec. 182; June 2005 Mtg., Bd. Dec. 275; July 2005 Mtg., Bd. Dec. 13; November 2005 Mtg., Bd. Dec. 54; June 2007 Mtg., Bd. Dec. 226; June 2007 Mtg., Bd. Dec. 264; January 2008 Mtg., Bd. Dec. 148; June 2010 Mtg., Bd. Dec. 182; January 2011 Mtg., Bd. Dec. 122; May 2011 Mtg., Bd. Dec. 178; June 2013 Mtg., Bd. Dec. 202; May 2014 Mtg., Bd. Dec. 115; July 2014 Mtg., Bd. Dec. 17; May 2015 Mtg., Bd. Dec. 170; April 2016 Mtg., Bd. Dec. 157; September 2016 Mtg., Bd. Dec. 45; January 2017 Mtg., Bd. Dec. 86; January 2017 Mtg., Bd. Dec. 88; June 2017 Mtg., Bd. Dec. 149; June 2017 Mtg., Bd. Dec. 156; September 2017 Mtg., Bd. Dec. 24; January 2019 Mtg., Bd. Dec. 83; January 2019 Mtg., Bd. Dec. 84; October 2019 Mtg., Bd. Dec. 29; April 2020 Mtg., Bd. Dec. 127; June 2020 Mtg., Bd. Dec. 167; September 2020 Mtg., Bd. Dec. 23; June 2021 Mtg., Bd. Dec. 185; April 2022 Mtg., Bd. Dec. 121; April 2023 Mtg., Bd. Dec. 112; May 2023 Mtg., Bd. Dec. 140

27.010.3. Selection of Nominee for President by Nominating Committee

The selection of a nominee for the office of RI president is solely the responsibility of the nominating committee for president. Any efforts from persons not on the committee to influence, either directly or indirectly, the decision of the committee in this respect are prohibited. The foregoing shall be included in appropriate RI literature to be brought to the attention of clubs and individual Rotarians. *(February 2007 Mtg., Bd. Dec. 149)*

**Source:** January 1963 Mtg., Bd. Dec. 79;

**Amended by** February 2007 Mtg., Bd. Dec. 149.

**Affirmed by** November 2004 Mtg., Bd. Dec. 93

27.010.4. Campaigning, Canvassing, and Electioneering

Members of the nominating committee shall agree not to make any efforts to influence other members of the committee, on behalf of or against any candidate, either directly or indirectly, in advance of the committee meeting. *(February 2007 Mtg., Bd. Dec. 149)*

**Source:** February 2007 Mtg., Bd. Dec. 149

27.010.5. Meetings and Visits on Date of Meeting of the Nominating Committee for President

RI Presidents and Foundation chairs should not permit RI or Foundation committees to meet in Evanston on the date of the meeting of the Nominating Committee for RI President. Present and past Rotary general officers who are not members of the Nominating Committee for RI President should not visit World Headquarters on the date of the meeting of the Nominating Committee for RI President. *(November 2006 Mtg., Bd. Dec. 35)*

**Source:** March 2005 Mtg., Bd. Dec. 182

**Amended by** November 2006 Mtg., Bd. Dec. 35

Cross-References

26.060.4. *Rules Regarding Campaigning, Canvassing, and Electioneering*

**27.020. RI President Job Description**

The RI president job description shall be distributed to candidates and nominating committees for RI president.

**Position**

The RI President is the highest officer of RI. The President is a member of the RI Board of Directors.

**RI President Duties and Responsibilities**

In addition to the duties and responsibilities of an RI director in Rotary Code section 28.040., the RI president also:

1. Shall be a positive and motivational leader for Rotarians worldwide
2. Is the principal person to speak on behalf of RI
3. Presides at all conventions, meetings of the Board, and other international RI meetings
4. Counsels the general secretary
5. Appoints RI committees and liaisons (after consultation with the Board), district conference representatives, and other volunteer positions
6. Nominates Trustees of The Rotary Foundation for election by the Board
7. Consults with directors at the beginning of the year to agree on their individual goals
8. Reports to the Board at each meeting on decisions made between meetings
9. Reviews the performance of governors and arranges for any necessary counseling and guidance
10. Performs other duties of the office consistent with RI's strategic plan, including those delegated to the president by the RI Board
11. Promotes membership as Rotary's highest internal organizational priority.
12. Visits Rotarians around the world within the limits of budget and policies fixed by the Board
13. Serves ex officio as a member of committees and may attend their meetings.
14. Discusses issues confronting the organization with the General Secretary and Board
15. Helps guide and mediate Board actions with respect to organizational priorities and governance concerns.
16. Reviews with the General Secretary any issues of concern to the Board.
17. Monitors organizational plans and financial reports.
18. Takes a leadership role in promoting The Rotary Foundation of Rotary International.

19. Partners with the General Secretary to ensure that board decisions are implemented while respecting the general secretary's authority to manage the day-to-day operations of the Secretariat staff. Addresses with the Board any matters of clarity in roles and responsibilities between the board and the Secretariat staff.
20. Consults regularly and collaborates with the Chair of the Rotary Foundation
21. Consults regularly and collaborates with the President-elect and President-nominee.
22. Attends and participates in orientation, governance training, and other preparatory meetings in advance of serving as president-elect and president.

#### President Terms/participation

The Rotary International president serves a one-year term. In the year before taking office, the president serves as president-elect. Both the president and president-elect are members of the RI Board. As such, the president and president-elect are expected to attend and participate in four board meetings annually, normally held at the World Headquarters in Evanston, Illinois, USA or in the vicinity of the annual convention or the international assembly. The president-elect is also expected to attend an orientation program before taking office, and attend up to two Board meetings as an observer. The president is not eligible to be reelected.

#### Qualifications

A candidate for the office of president of RI shall have served a full term as a director of RI prior to being nominated for such office except where service for less than a full term may be determined by the board to satisfy the intent of this provision.

This is an extraordinary opportunity for an individual who is passionate about Rotary's mission and who has a track record of organizational leadership. Candidates should have achieved leadership stature in business, government, philanthropy, or the nonprofit sector. His/her accomplishments will allow him/her to work collaboratively with other well-qualified, high-performing board members and organizational leaders.

Ideal candidates should have the following qualifications:

1. Professional experience with significant executive leadership accomplishments in business, government, philanthropy, or the nonprofit sector
2. Commitment to and understanding of Rotary's members and beneficiaries
3. Diplomatic skills and a natural affinity for cultivating relationships and building consensus among diverse individuals
4. Personal qualities of integrity, credibility, and a passion for improving Rotary
5. Knowledge of Rotary International and The Rotary Foundation programs, finances, operations and administration
6. Experience in serving on other governing bodies with specific focus on non-profit or charitable aims

7. Strong collaboration and negotiation skills
8. Effective communication skills (both verbal and written)
9. Ability to translate the organizational vision into an effective action plan during his/her year.
10. Ability to work collaboratively with predecessors and successors

*(May 2024 Mtg., Bd. Dec. 171)*

**Source:** April 2016 Mtg., Bd. Dec. 164;

**Amended by** June 2017 Mtg., Bd. Dec. 149; June 2017 Mtg., Bd. Dec. 161; May 2024 Mtg., Bd. Dec. 171

### **27.030. Official Activities**

As the highest officer of the organization, the RI president shall perform the following activities

#### **27.030.1. President as RI Representative**

The president is the chief representative of Rotary to heads of state, governmental and civic leaders, news media, and the general public. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** October 1993 Mtg., Bd. Dec. 48; June 1998 Mtg., Bd. Dec. 348

#### **27.030.2. President's Promotion of RI Activities and Work**

The president promotes and facilitates, in consultation with the general secretary, the service work and activities of RI. *(August 1999 Mtg., Bd. Dec. 43)*

**Source:** October 1993 Mtg., Bd. Dec. 48;

**Amended by** June 1999 Mtg., Bd. Dec. 293; August 1999 Mtg., Bd. Dec. 43

#### **27.030.3. President's Review of Governors**

The president reviews, as appropriate, the performances of governors and arranges for any necessary counseling and guidance. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** October 1993 Mtg., Bd. Dec. 48; June 1998 Mtg., Bd. Dec. 348

#### **27.030.4. President's Representatives at District Conferences**

The president may be represented at district conferences by Rotarians appointed by the president. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** October 1993 Mtg., Bd. Dec. 48; June 1998 Mtg., Bd. Dec. 348

#### **27.030.5. President's Aide**

The president is authorized to appoint an aide to provide personal assistance in any way, in connection with the president's duties. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** October 1993 Mtg., Bd. Dec. 48; June 1998 Mtg., Bd. Dec. 348

27.030.6. Delegation of President's Powers

The president may delegate any of the president's powers to other Directors and the general secretary upon such terms as the president may determine. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** October 1993 Mtg., Bd. Dec. 48; June 1998 Mtg., Bd. Dec. 348

27.030.7. President to Act as Principal Spokesperson

The president is the principal person to speak on behalf of RI, and shall be a positive and motivational leader for Rotarians worldwide. *(September 2016 Mtg., Bd. Dec. 28)*

**Source:** October 1993 Mtg., Bd. Dec. 48;  
**Amended by** September 2016 Mtg., Bd. Dec. 28

27.030.8. President as Chair of Meetings

The president is the chair of the board and presides at all meetings of the board. The president presides at all conventions and other international RI meetings and, in conjunction with the president-elect, International Assemblies. *(September 2016 Mtg., Bd. Dec. 28)*

**Source:** October 1993 Mtg., Bd. Dec. 48;  
**Amended by** May 2000 Mtg., Bd. Dec. 412; September 2016 Mtg., Bd. Dec. 28

**27.040. Authority to Act on Behalf of Board**

27.040.1. Emergency Matters

The president is authorized to act in emergency matters of the Board, subject to the provisions of the constitutional documents, when the Board or its Executive Committee is not in session or cannot be called into session or contacted. *(June 2007 Mtg., Bd. Dec. 226)*

**Source:** October 1993 Mtg., Bd. Dec. 48;  
**Amended by** May 2003 Mtg., Bd. Dec. 325

27.040.2. Requests for Excuse from Qualification for Service as District Governor

The board authorizes the president to act on its behalf in excusing Rotarians, for appropriate reasons, from any of the qualifications for a district governor specified in the RI Bylaws. *(June 2007 Mtg., Bd. Dec. 226)*

**Source:** November 1987 Mtg., Bd. Dec. 85  
**Amended by** June 2007 Mtg. Bd. Dec. 226

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27.040.3. Filling Vacancies in Office of Governor or Governor-elect

The President is authorized to act on behalf of the Board in electing a Rotarian to fill a vacancy in the office of governor or governor-elect where such action is required by the RI Bylaws. The board requests the president to consult with the current director where the vacancy has occurred prior to making a selection. (*April 2016 Mtg., Bd. Dec. 157*)

**Source:** June 1981 Mtg., Bd. Dec. 25; February 2000 Mtg., Bd. Dec. 298;

**Amended by** November 2005 Mtg., Bd. Dec. 38; November 2007 Mtg., Bd. Dec. 106; April 2016 Mtg., Bd. Dec. 157

27.040.4. Ballot by Mail to Elect Governor Nominee in New District

The board, the president acting on its behalf, shall authorize a ballot-by-mail, and shall designate a district governor to conduct the ballot-by-mail, to select the governor-nominee in a new district when it is not practical to select the governor nominee in advance of the effective date of the new district by the same procedure used by those clubs before the regrouping occurred. (*June 2007 Mtg., Bd. Dec. 226*)

**Source:** February 1981 Mtg., Bd. Dec. 282

**Amended by** June 2007 Mtg., Bd. Dec. 226

27.040.5. Disqualifying Candidates for Elective Office

The president or the general secretary shall, in accordance with RI Bylaws section 13.030.5. and on behalf of the Board, disqualify a candidate for election, without referral to the RI election review committee, when information has been received and certified by the general secretary that a candidate has appealed to a "non-Rotary agency" prior to completing the RI election review procedures. (*September 2016 Mtg., Bd. Dec. 28*)

**Source:** November 1995 Mtg., Bd. Dec. 81; June 1997 Mtg., Bd. Dec. 301; June 2001 Mtg., Bd. Dec. 326;

**Amended by** June 2007 Mtg., Bd. Dec. 226; September 2016 Mtg., Bd. Dec. 28

27.040.6. Election of Member of Nominating Committee for Director in a Ballot by Mail

The board, the president acting on its behalf and pursuant to RI Bylaws section 11.020.10., may authorize a district to select its member and alternate member of the director nominating committee in a ballot-by-mail. (*June 2007 Mtg., Bd. Dec. 226*)

**Source:** June 2007 Mtg., Bd. Dec. 226

27.040.7. Alteration of Dates for Selecting Director Nominee

The president is authorized, on behalf of the Board, to alter the dates for selecting a director-nominee. (*June 2007 Mtg., Bd. Dec. 226*)

**Source:** June 2007 Mtg., Bd. Dec. 226

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- 27.040.8.      **Appointment of Members of RI Audit Committee**  
The president is authorized to act on behalf of the Board to appoint members of the RI Audit Committee, in accordance with RI Bylaws section 17.020. and Rotary Code of Policies section 31.080. *(September 2011 Mtg., Bd. Dec. 140)*
- Source:** July 2009 Mtg., Bd. Dec. 14;  
**Amended by** September 2011 Mtg., Bd. Dec. 140;
- 27.040.9.      **Appointment of Director to the RI Finance Committee**  
The president is authorized to act on behalf of the Board to appoint a member of the Board to the RI Finance Committee, in accordance with RI Bylaws section 17.010. *(July 2009 Mtg., Bd. Dec. 14)*
- Source:** July 2009 Mtg., Bd. Dec. 14
- 27.040.10      **Appointment of Members of Executive Committee**  
The Board has authorized the president to appoint the members of the Executive Committee and its chair, such membership to include the president, president-elect, vice-president, and treasurer. *(October 2013 Mtg., Bd. Dec. 30)*
- Source:** June 2013 Mtg., Bd. Dec. 197
- 27.040.11.      **Filling Vacancies on Nominating Committee for President**  
The board authorizes the president to act on its behalf to appoint a member, if necessary, to fill a vacancy on the Nominating Committee for President, in accordance with RI Bylaws sections 10.020.3. and 10.030.8. *(November 2009 Mtg., Bd. Dec. 28)*
- Source:** June 2009 Mtg., Bd. Dec 234
- 27.040.12.      **Filling Vacancies on Committees**  
The RI president and/or president-elect are authorized to make appointments and replace committee members when deemed appropriate and in the best interest of Rotary, after consultation with the committee chair and based upon objective standards of the member's performance and participation, in accordance with the RI Bylaws. *(June 2017 Mtg., Bd. Dec. 160)*
- Source:** June 2013 Mtg., Bd. Dec. 204;  
**Amended by** June 2017 Mtg., Bd. Dec. 160
- 27.040.13.      **Council on Resolutions and Council on Legislation**  
The president, with the consent of the chair of the Board Council on Legislation Advisory Committee, is authorized to act on all matters with respect to the Council on Resolutions and Council on Legislation between meetings of the Board. *(September 2020 Mtg., Bd. Dec. 33)*
- Source:** September 2020 Mtg., Bd. Dec. 33

27.040.14. Past District Governor Status

The president is authorized to act on behalf of the Board to determine when an individual serving less than a full term as governor may be considered a past governor and qualified to hold higher office in RI under the provisions of the RI Bylaws and in accordance with Article 30.050. of the Rotary Code of Policies. *(June 2021 Mtg., Bd. Dec. 194)*

**Source:** June 2021 Mtg., Bd. Dec. 194

**27.050. Additional Activities**

27.050.1. Committee Chairs

It is recommended that the president appoint as chair of a RI committee a Rotarian who has served on that same committee during the preceding year. *(May 2003 Mtg., Bd. Dec. 325)*

**Source:** June 1987 Mtg., Bd. Dec. 13;

**Amended by** May 2003 Mtg., Bd. Dec. 325

27.050.2. Convention Committees

It is recommended that the president in each year appoint the chairs of RI Convention committees and international conference committees in consultation with the president-elect for the year in which the convention or international conference for which such committee is appointed is to be held. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** January 1966 Mtg., Bd. Dec. 90; June 1998 Mtg., Bd. Dec. 348

27.050.3. RI President's Role in Membership Growth

RI presidents are requested to establish specific, achievable, and measurable goals for organizing new clubs, and for membership attraction and engagement that can be communicated to and used by district governors and club presidents. *(April 2016 Mtg., Bd. Dec. 157)*

**Source:** November 2005 Mtg., Bd. Dec. 100;

**Amended by** February 2006 Mtg., Bd. Dec. 137; June 2010 Mtg., Bd. Dec. 182; April 2016 Mtg., Bd. Dec. 157

Cross-References

31.040. *Committee Appointments*

**27.060. Annual Goals**

It is the prerogative of the president-elect to announce annual goals for the upcoming year. Continuity is encouraged. The president's annual goals must be in alignment with the RI Strategic Plan.

RI and TRF goals for each Rotary year will be developed by the RI president-elect in collaboration with the Trustee chair-elect. Continuity with prior year goals is desirable.

The president-elect will announce joint RI/TRF annual goals for the upcoming year, which shall be reviewed and approved at the first Board meeting in the year preceding his or her year as president. *(May 2024 Mtg., Bd. Dec. 171)*

**Source:** January 1961 Mtg., Bd. Dec. 76;

**Amended by** September 2011 Mtg., Bd. Dec. 37; July 2016 Mtg., Bd. Dec. 13; April 2019 Mtg., Bd. Dec. 140; October 2019 Mtg., Bd. Dec. 29; May 2024 Mtg., Bd. Dec. 171

## **27.070. Staff Support**

### **27.070.1. President's Support from General Secretary and Senior Managers**

1. be informed by the general secretary as to the respective roles, functions and responsibilities of senior staff, present or proposed plans for the management of their departments, and of any changes in the status of their employment;
2. be informed by the general secretary of any significant changes that are contemplated in any major RI publications;
3. be informed by the general secretary and/or the chief financial officer, of any significant changes in the revenues and expenses as set forth in the budget

*(April 2016 Mtg., Bd. Dec. 157)*

**Source:** May-June 1976 Mtg., Bd. Dec. 234;

**Amended by** April 2016 Mtg., Bd. Dec. 157

## **27.080. Finances**

### **27.080.1. Review of Payments to President and President-Elect**

In order to assure compliance with United States' income tax statutes, the Board shall, in a manner consistent with United States Treasury Regulation Section 53.4958-6, or any successor regulations that may be in effect from time to time, review any amounts paid to the president and president-elect, so as to assure that such payments are "reasonable," as that term is defined in the regulation. This matter shall be reviewed annually at the Board's final meeting of each year, and each time the Board considers changing the amount of any payments.

The president and president-elect, each, shall not participate in either the Executive Committee's discussion, drafting and approval of its report in regard to this matter as it pertains to each of them respectively, or in the discussion and adoption of the Executive Committee's report by the Board as it pertains to each of them respectively. *(November 2004 Mtg., Bd. Dec. 58)*

**Source:** June 2001 Mtg., Bd. Dec. 450;

**Amended by** November 2004 Mtg., Bd. Dec. 58

27.080.2. Travel for Club Visits

Districts and clubs which extend invitations to the RI president shall be informed that the financial obligations covered by expense allocations in the annual RI budget are: travel expense to and from the district for the president and partner; travel expenses within the district for an aide if specifically requested by the president; and personal expenses.

The financial obligations of the clubs and/or districts issuing invitations for visits by the president and president-elect are hotel accommodations, surface transportation and meal expenses. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** May 1981 Mtg., Bd. Dec. 452.; June 1998 Mtg., Bd. Dec. 348

**Amended by** July 1991 Mtg., Bd. Dec. 2

27.080.3. Partners of President, President-Elect, President-Nominee, and General Secretary to Accompany on Travel

The partner of the president, the partner of the president-elect, the partner of the president-nominee and the partner of the general secretary are requested to accompany their respective partners on Rotary related travel so as to further the corporate purpose of enhancing the family image of Rotary, cultivating fellowship with and among Rotarians, as well as their partners, assisting in fund development efforts on behalf of The Rotary Foundation, gaining additional publicity for Rotary and its programs in local media, conveying Rotary's commitment to family, encouraging involvement of partners in Rotary and appealing to Rotarians of both genders. Such partner travel shall be funded if it has a bona fide business purpose for Rotary International and when accompanied by proper business documentation. The General Secretary shall develop a procedure to ensure compliance with this policy. *(September 2020 Mtg., Bd. Dec. 25)*

**Source:** January 2010 Mtg., Bd. Dec. 167;

**Amended by** January 2012 Mtg., Bd. Dec. 160; September 2020 Mtg., Bd. Dec. 25

27.080.4. Payment of Expenses by RI of an Adult Member of the President's Family if There is No Partner

In all instances where payment is authorized for the expenses of the president and partner and the president has no partner, payment is then authorized for an adult member of the president's family at the discretion of the president. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** April 1991 Mtg., Bd. Dec. 10, June 1998 Mtg., Bd. Dec. 348;

27.080.5. Payment of Expenses of the Families of the President and the President-Elect for Travel to the International Convention

RI will pay the expenses – that is, round trip economy airfare (business class airfare for any parents of the president or president-elect), per diem costs for hotel and meals, and fees for general registration and other Convention-related functions – incurred by the president and president-elect in bringing members from each of their immediate families to the convention – provided that the expenses of no more than twenty such members are paid by RI over a two year period for family members of the same officer serving first as president-elect and

then as president at two consecutive Conventions. This cost shall not be part of the convention budget. Immediate family includes only the parents, grandparents, children, step-children, grandchildren, step-grandchildren, nieces, nephews, and siblings, and the partners of each, of the president, president-elect and their respective partners. The president and president-elect shall provide the list of persons for whom expenses are to be paid to the general secretary, who shall confirm eligibility hereunder. The expenses include any taxes payable by the recipient with respect to the costs reimbursed in this section (tax rate not to exceed 46% of the above listed items). (*January 2021 Mtg., Bd. Dec. 103*)

**Source:** November 1990 Mtg., Bd. Dec. 190; November 1999 Mtg., Bd. Dec. 197; November 2002 Mtg., Bd. Dec. 176; June 2005 Mtg., Bd. Dec. 330;

**Amended by** November 1991 Mtg., Bd. Dec. 154; February 1995 Mtg., Bd. Dec. 199; April 2016 Mtg., Bd. Dec. 157; January 2021 Mtg., Bd. Dec. 103

27.080.6. Compensation to Family Members of “Disqualified Persons”

The general secretary shall review annually the compensation of any family members related to individuals identified as “disqualified persons,” defined as president, president-elect, general secretary, deputy general secretary, all general managers, and chief investment officer, as required by law. (*January 2018 Mtg., Bd. Dec. 73*)

**Source:** September 2017 Mtg., Bd. Dec. 31

**Amended by** January 2018 Mtg., Bd. Dec. 73

27.080.7. Expenditures Exceeding Operating Budgets

Any proposed expenditure exceeding the president’s, president-elect’s, and president-nominee’s operating budgets must be approved in advance by the Board’s Executive Committee and subsequently reported to the Board. (*October 2019 Mtg., Bd. Dec. 29*)

**Source:** April 2019 Mtg., Bd. Dec. 140

**Amended by** October 2019 Mtg., Bd. Dec. 29

27.090. President’s Advisory Committee

The president may select a small advisory committee of independent highly experienced Rotarians, which may consist of or include past presidents, to provide counsel to the president. (*May 2003 Mtg., Bd. Dec. 325*)

**Source:** June 2001 Mtg., Bd. Dec. 317;

**Amended by** May 2003 Mtg., Bd. Dec. 325

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## **ARTICLE 28. RI BOARD OF DIRECTORS**

<b>28.005.</b>	Policies Relating to the Board
<b>28.010.</b>	Selection Methods for Directors
<b>28.020.</b>	Orientation, Governance Training, and Strategic Planning
<b>28.030.</b>	Meetings
<b>28.040.</b>	RI Board of Directors Job Description
<b>28.050.</b>	Appeals of Board Action
<b>28.060.</b>	Partner Attendance at Rotary Meetings and Learning Events
<b>28.070.</b>	Relationship Between Directors and Governors
<b>28.080.</b>	Relationship Between Directors and Regional Leaders
<b>28.090.</b>	Conflict of Interest Policy
<b>28.100.</b>	Indemnification of RI Directors and Officers

### **28.005. Policies Relating to the Board**

The Board has adopted the following policies governing its work. These policies should be reviewed annually at the Board's first meeting.

#### **I. The Role of the Board of Directors of RI**

The Constitution and Bylaws of RI place certain duties and responsibilities on the Board, and give the Board certain powers to carry out those duties and responsibilities:

The affairs and funds of RI are under the direction and control of the Board, in conformity with the constitution, the RI bylaws and the Illinois General Not-for-Profit Corporation Act of 1986, as amended. (RI Constitution, art. 5, sec. 2).

The Rotary International Board of Directors shall be responsible for doing whatever may be necessary for:

- the furtherance of the purposes of Rotary International
- the attainment of the Object of Rotary
- the study and teaching of its fundamentals
- the preservation of its ideals, its ethics, and its unique features of organization and its extension throughout the world

Article 2 of the RI Constitution provides that RI's purpose is to:

- Support clubs, Rotaract clubs, and districts in their pursuit of programs and activities that promote the Object of Rotary and
- Encourage, promote, extend and supervise Rotary through the world.

To fulfill these purposes, the Board shall adopt a strategic plan, oversee its implementation in each zone, and report on the plan's progress at each Council on Legislation. (RI Bylaws section 5.010.3.) The Board shall review the strategic plan regularly.

The Board is responsible for:

- establishing policy for the organization;
- evaluating implementation of policy by the general secretary;
- exercising general control and supervision over all officers, officers-elect, and officers-nominee, and committees of Rotary International. (RI Bylaws section 5.010.2.)
- exercising other powers conferred by the constitution, by the bylaws, and the Illinois General Not-for-Profit Corporation Act of 1986, and their amendments. (RI Bylaws section 5.010.2.)

The Board elects the general secretary. (RI Bylaws section 6.040.)

Clubs are administered under the general supervision of the board. (RI Constitution, Article 7, Section 2.) (*October 2022 Mtg., Bd. Dec. 30*)

**Source:** July 1999 Mtg., Bd. Dec. 9;

**Amended by** June 2013 Mtg., Bd. Dec. 196; July 2013 Mtg., Bd. Dec. 11; October 2019 Mtg., Bd. Dec. 30; October 2022 Mtg., Bd. Dec. 30

## II. Duties and Responsibilities of the Board

1. The Board functions as a policy maker for the association. While the Council on Legislation and Council on Resolutions act as legislative arms of the association, it is the Board that develops and establishes new policy, reviews existing policy, and modifies policy where appropriate.
2. The Board functions as the program planning body for the association. It establishes goals and objectives—both short-range and long-range—and it considers proposals for new programs or changes in current programs. It may establish new programs, review existing programs, or may discontinue programs that have served their purpose or are no longer viable.
3. The Board controls the finances and adopts the annual budget of the association (with per capita dues being determined by the Council on Legislation).
4. The Board promotes and advocates for the ideals and programs of Rotary. It has a responsibility for promoting and extending the fundamental ideals and object of the association and gaining acceptance for its programs.
5. The Board and its individual members motivate RI officers and committees, member clubs, and Rotarians in furtherance of Rotary's goals and priorities.
6. The Board identifies problems or trends in Rotary that may warrant Board action.

(*October 2019 Mtg., Bd. Dec. 30*)

**Source:** July 1999 Mtg., Bd. Dec. 9;

**Amended by** April 2016 Mtg., Bd. Dec. 157; September 2016 Mtg., Bd. Dec. 28; October 2019 Mtg., Bd. Dec. 30

## III. The Board of Directors and the Legislative Process of RI

As provided in the RI Bylaws, the RI President, President-elect, and one other RI Director are non-voting members of the Councils. A director cannot serve at a Council as the representative of the clubs of his or her district. A director's primary responsibility is as a member of the Board (see section 59.030.1.).

1. The Board may establish a position or organize members of the Board to speak in the Council on behalf of the Board, for or against pending legislation or resolutions, when:
  - a. items of proposed legislation or resolutions are offered by the Board
  - b. items are offered by others on matters that the Board considers to be of importance to the organization.
2. Director participation in Council deliberations will be on behalf of the Board, not a reflection of individual views. Moreover,
  - a. if the chair of the Council on Legislation or Council on Resolutions feels that an item of proposed legislation or resolution from the Board requires clarification, the president may designate a director to speak on the Board's behalf;
  - b. in the event a criticism of the Board is made during a session of the Council on Legislation or Council on Resolutions, the Board may reply to such criticism through a designated spokesperson;
  - c. in the event the Board withdraws its proposal from consideration by a Council, an explanation of the Board's reasons for such withdrawal may be provided by a designated spokesperson.
3. With respect to proposed legislation or resolutions offered by the Board at the instruction of a Council, the Board shall make clear that it is offering such proposed legislation or resolutions in compliance with such instruction.

*(October 2019 Mtg., Bd. Dec. 30)*

**Source:** July 1999 Mtg., Bd. Dec. 9;

**Amended by** May 2003 Mtg., Bd. Dec. 325; September 2016 Mtg., Bd. Dec. 28; October 2019 Mtg., Bd. Dec. 30

#### **IV. Criteria for Items Coming to the Board**

The RI Board's primary role is to establish Rotary policy and to evaluate the general secretary's implementation of this policy. The general secretary shall be responsible for policy implementation, management, and administration.

The Board functions most effectively when it is able to devote its time and attention to policy and program matters for the association, not on administrative matters or matters where authority has been delegated to the general secretary.

1. Items for consideration by the Board may come from the following sources:
  - Individual Rotary clubs (by petition)

- Rotary District Conferences
- Rotary institutes for present, past, and incoming officers of RI
- Councils on Legislation or Councils on Resolutions
- RI committees
- Trustees of The Rotary Foundation
- General Council of RIBI
- Current RI general officers, including the general secretary
- Current RI officers
- Past RI general officers
- Any committee of the Board

Individual Rotarians may not submit items for Board meeting agendas.

2. The Board considers items based on written presentations and background statements, as provided in an advance memorandum. Except in cases where the president determines that a personal presentation will be beneficial to the Board's consideration of a matter, the Board does not receive groups or individuals who wish to appear personally before the Board.
3. Items for which the president, the Executive Committee, or the general secretary is authorized to act on the Board's behalf shall be reported to the Board.
4. Items included on the Board's agenda shall be limited to those that involve or relate to:
  - a. duties and responsibilities placed on the Board by statute and that have not been delegated to others by the Board
  - b. establishing modifying or terminating policy
  - c. strategic planning
  - d. establishing, modifying, or terminating an RI program
  - e. reviewing and approving the budget and authorizing budget variances
  - f. a change in RI policy, procedures, or programs that would require Council action
  - g. programs and expenditures of The Rotary Foundation
  - h. reviewing Committee reports
  - i. reviewing the finances of the association
  - j. considering matters brought to the Board's attention by the general secretary
5. All matters of an administrative nature shall be referred to the general secretary for attention and, as needed, for decision.
6. Program proposals from clubs or individuals requiring Board approval should be referred to appropriate advisory committees for the Board's consideration.

*(October 2019 Mtg., Bd. Dec. 30)*

**Source:** July 1999 Mtg., Bd. Dec. 9;

**Amended by** November 2002 Mtg., Bd. Dec. 61; November 2004 Mtg., Bd. Dec. 58; May 2011 Mtg., Bd. Dec. 191; July 2011 Mtg., Bd. Dec. 8; July 2013 Mtg., Bd. Dec. 11; September 2016 Mtg., Bd. Dec. 28; October 2019 Mtg., Bd. Dec. 30

## V. Decisions Made by the Board of Directors

In the consideration of any item before the Board, RI Directors may express personal opinions on the matter but once a decision is adopted by the Board, the decision is to be deemed, reported, and discussed as a decision of the entire Board. The vote and discussion of the item shall remain strictly confidential. Staff attending the Board meeting shall also maintain confidentiality as above. A director, however, may have his or her negative vote recorded in the minutes upon request.

The Board shall use electronic voting on all substantive items on its agenda. Any director can demand an electronic vote on any item without requiring a second or debate.

All decisions, unless specified otherwise, take effect immediately upon the adjournment of the meeting. (*October 2019 Mtg., Bd. Dec. 30*)

**Source:** July 1999 Mtg., Bd. Dec. 9;

**Amended by** October 2019 Mtg., Bd. Dec. 30

## VI. Consent Items at Board Meetings

At each meeting of the Board for which an advance memorandum is prepared and which includes a listing of items for consideration at the meeting, the Board may take action on one or more agenda items by general consent, i.e., by agreeing to a draft decision without general discussion on an item.

Adopting items on consent allows the Board to spend more time discussing strategic and transformative topics. Consent items are typically administrative or non-controversial items that can be adopted without full Board discussion.

Shortly before each meeting, the Board will be sent a list of agenda items suggested for adoption on the first consent list. Concerns about any item on consent should first be directed to the staff who drafted the item to see if the concern can be answered (staff contact information is provided on each item). If the director still has concerns or questions about the item on consent or would like the Board to discuss the issue, the item can be removed from the list by the director for full discussion and decision by the Board.

The Board may also consider a second list of consent items from recommended draft decisions from the Board's Committees. Any director may ask to have one or more of the recommended decisions removed from the list for full discussion and decision by the Board. (*October 2019 Mtg., Bd. Dec. 30*)

**Source:** July 1999 Mtg., Bd. Dec. 9;

*Amended by* October 2019 Mtg., Bd. Dec. 30

## VII. Board Agenda Procedures

1. On the agenda at each meeting, is an item for the Board to review the draft agenda for its next meeting. Approximately eight weeks before a Board meeting, Corporate Governance staff will send the Board a revised draft agenda that includes any newly added items since the Board's early review. At this time, directors have an opportunity to request new items be added to the agenda.

Agenda items may be suggested by individual directors, the general secretary, and any group or individual listed under paragraph D.1. of Rotary Code section 28.005. A director may place an item on the agenda during the course of a meeting if the matter is of an urgent nature and cannot wait until the Board's next meeting. Such items will be considered during the meeting at the discretion of the chair.

2. All items presented for RI Board consideration which have any financial impact on RI capital or operating budgets will be submitted to Corporate Finance and Planning for analysis of that impact. (see section 68.010.5.)
3. The general secretary shall establish a deadline for the submission of Board agenda items. The advance memorandum will be made available via Board governance software to each director approximately three weeks in advance of the meeting, except for those items that for good reason could not be prepared earlier but will be provided as soon as they can be available or at the time of the meeting.
4. The president shall refer all items for the Board's consideration to the Administration, Programs, or Executive Committee of the Board, provided that the president may direct that an item be considered only by the full Board. These committees shall function in accordance with section 28.030.4. A Board meeting committee shall make every effort to finish its consideration of its assigned items within the specified time period; items not considered by that time shall go to the full Board without a committee recommendation.
5. The committees shall recommend a draft decision for each item for the Board's consideration. If the recommendation of the committee is less than unanimous, the recommendation shall state the vote of the committee.
6. The president, in consultation with the general secretary, shall establish the order of consideration of agenda items.
7. A director's primary responsibility is to his or her own committee. However, he or she is encouraged to attend other committee meetings when his or her interest or expertise on a particular subject would assist the committee in its deliberations.

*(October 2019 Mtg., Bd. Dec. 30)*

**Source:** July 1999 Mtg., Bd. Dec. 9;

**Amended by** August 1999 Mtg., Bd. Dec. 37; February 2000 Mtg., Bd. Dec. 275; June 2002 Mtg., Bd. Dec. 247; November 2002 Mtg., Bd. Dec. 61; November 2004 Mtg., Bd. Dec. 37; November 2005 Mtg., Bd. Dec. 41; July

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2006 Mtg., Bd. Dec. 10; June 2008 Mtg., Bd. Dec. 227; November 2010 Mtg., Bd. Dec. 32; January 2012 Mtg., Bd. Dec. 158; October 2013 Mtg., Bd. Dec. 30; April 2016 Mtg., Bd. Dec. 157; June 2017 Mtg., Bd. Dec. 149; October 2019 Mtg., Bd. Dec. 30

**28.010. Selection Methods for Directors**

28.010.1. Declaration of Duties and Responsibilities of RI Directors

Each candidate for director, and conveners of director nominating committees, shall be provided with a summary of the duties and responsibilities of Directors as set out in the RI Bylaws and in the Rotary Code of Policies. The prescribed form used in suggesting candidates for director shall include a signed declaration by the candidate that he or she has read, understands, and is willing to comply with such duties and responsibilities as they may be amended from time to time. (February 2002 Mtg., Bd. Dec. 164)

**Source:** June 2001 Mtg., Bd. Dec. 318;

**Amended by** November 2001 Mtg., Bd. Dec. 53; February 2002 Mtg., Bd. Dec. 164

28.010.2. No Eligible Past Governor Available to Serve on Nominating Committee

Where there is no past governor available for election in a district who meets the qualifications provided in RI Bylaws section 11.020.3., a past governor who is not otherwise ineligible for membership on the committee may serve if the current governor certifies to the general secretary in writing that there are no past governors available for election from that district who meet the qualifications of RI Bylaws section 11.020.3. (*November 2001 Mtg., Bd. Dec. 45*)

**Source:** June 2001 Mtg., Bd. Dec. 313

**Amended by** November 2001 Mtg., Bd. Dec. 45

28.010.3. Submission of Names for Membership on Director Nominating Committees

Notwithstanding RI Bylaws section 11.020.6., the RI Bylaws deadline of 1 June for submission of names for membership on the director nominating committee is firm. Any individual whose name is submitted by a governor after that deadline (except as provided in RI Bylaws section 11.020.8.) may not serve as a member of the director nominating committee. (*September 2011 Mtg., Bd. Dec. 34*)

**Source:** November 2009 Mtg., Bd. Dec. 38;

**Amended by** September 2011 Mtg., Bd. Dec. 34

28.010.4. Expenses of Nominating Committee for Director

The general secretary shall budget US\$1,500 for each convener of a director nominating committee, which may be used to offset costs of meeting room rental, coffee breaks, and one meal for the committee during its meeting, as well as for out-of-pocket postage, copying, telephone and miscellaneous expenses incurred in making arrangements for the committee meeting, and which may be reimbursed upon submission of an expense report form.

RI will not reimburse the expenses of nominating committee members other than the convener. Each district is encouraged to meet expenses of nominating committee members. (*November 2007 Mtg., Bd. Dec. 52*)

**Source:** July 1998 Mtg., Bd. Dec. 16; November 2002 Mtg., Bd. Dec. 57;

*Amended by* November 2007 Mtg., Bd. Dec. 52

28.010.5. Guidelines for the Functioning of the Nominating Committee for Director

**I.** Prior to the Meeting

1. The convener shall make the necessary arrangements for the committee to meet at the time (which shall be between 15 September and 15 October, unless otherwise authorized by the Board) and place decided by the Board of Directors of RI.
2. As soon as possible following the final date (1 September) for receipt by the convener of forms from clubs submitting the names of suggested candidates for consideration by the nominating committee, the convener shall send to the other members of the committee copies of the suggestion forms filed with the convener.
3. There should be no other communication or exchange of information between members of the committee regarding a suggested candidate, prior to the meeting of the committee.
4. Prior to the time of the meeting, members of the committee, in reviewing the qualifications of a suggested candidate, should consider only the information provided in the official suggestion form. So that candidates may be considered on an equal basis, the nominating committee, and the individual members of the committee, should not take into consideration supplementary brochures, circulars, statements, etc., which may be attached to the official suggestion form or otherwise received by the members of the committee.
5. In person interviews of all candidates are required; however, in the event that extenuating circumstances arise (such as sudden illness or a death in the family) that prevent a candidate from appearing in person before the committee, the committee shall make every effort to interview the affected candidate electronically. Any candidate who is not interviewed may not be selected by the committee.
6. The committee shall ensure that each candidate is asked the same questions and each interview is allowed the same amount of time. The committee shall also ensure that all interviews are conducted on the same day or on consecutive days if required by the number of candidates and at the same location, which shall be conveniently located within the zone.

**II.** The Meeting

7. After the convener has called the meeting to order and reviewed the responsibility of the committee and the work at hand, the first order of business should be the selection of a chair from among the members of the committee. The election of the chair shall be conducted by secret ballot. Each member of the committee shall cast one vote for the chair. The convener and an assistant appointed by the convener shall count the votes and announce the results. If a majority of votes is not received by any member of the committee, a second ballot between the top two vote-getters shall be held. It shall be the duty of the committee chair to ensure that the following criteria are carefully observed and adhered to by the committee.

8. Before the committee begins its deliberations, the chair shall inquire whether any member of the committee has been contacted by or on behalf of any candidate, or is aware of any effort to influence members of the nominating committee, either directly or indirectly, and, if so, to bring these to the attention of committee at this time. The chair shall at this time ask all committee members to review and sign a written disclosure statement documenting any attempt to influence members of the committee. Further, the declaration is to include a pledge not to discuss any information on what occurred during the nominating committee meeting. Any member of the committee who is later found to have failed to properly report campaigning or electioneering activity on behalf of a candidate may be subject to penalties imposed by the RI Board that include removal of past district governor status, and banning the individual from any future appointments to serve on RI committees. Such finding by the Board must be within three years of the committee meeting.
9. No one is to be in attendance during the meeting of the committee other than the duly elected members of the nominating committee and any interpreters needed for members of the committee.
10. The questions to be asked each candidate shall be developed with the entire committee present at the beginning of the meeting.
11. The committee shall conduct interviews of between 30 and 60 minutes with each of the candidates. The chair shall appoint a timekeeper during the interview process.
12. Following the interviews, but before conducting a ballot, the committee should thoroughly review the qualifications of each candidate. Committee members are encouraged to share their personal knowledge of candidates with one another. The chair, or a committee member appointed by the chair, may contact a candidate to ascertain correct information concerning the candidate's qualifications. No member of the committee should leave the room once the committee has started the deliberation process until the nominee has been selected.
13. The committee should strive to select the best qualified candidate, and consider using the following in selecting its candidate:
  - a. The Qualifications, Primary Duties and Responsibilities contained in RI Director Job Description
  - b. The questions developed by the RI Board to be used that year by the Nominating Committee for RI President in selecting its candidate
  - c. The candidate's vision and goals for Rotary
  - d. How the candidate's skills, competencies, and experience could bring specific or unique talents to the RI Board
14. Following the discussion of all of the candidates, the chair shall distribute ballots containing an alphabetical list of candidates and instruct each member of the committee to vote for six candidates. All voting conducted under this paragraph shall be conducted by secret ballot. The chair and assistant shall tabulate the results and announce the six highest vote-getters. Each of these candidates shall be discussed further by the

committee, and the chair shall distribute another set of ballots with the names of all but the remaining candidates crossed out. Each member of the committee shall be instructed to vote for four candidates. After the chair announces the results of this ballot, similar steps shall be followed to reduce the number of candidates to two and, finally, to one. Notwithstanding the foregoing, a candidate eliminated during a previous round of balloting may be reconsidered at any point if requested by at least six members of the committee. Voting must continue until there are two candidates remaining and one of the final two candidates receives at least a 60% majority of votes, regardless of whether any candidate received a 60% majority of votes in a previous round of voting. The candidate who finishes second in the final vote shall not be considered to be an alternate. If there are six or fewer candidates, the voting under this section shall commence with a vote for the top four candidates if there five or six candidates, the top two candidates if there are three or four candidates, and the top candidate if there are two candidates.

15. To select the alternate, each of the five remaining candidates from the initial six who were selected shall be discussed further by the committee, and the chair shall distribute another set of ballots with the names of all but the remaining candidates crossed out. Each member of the committee shall be instructed to vote for four candidates. After the chair announces the results of this ballot, similar steps shall be followed to reduce the number of candidates to two and, finally, to one. Notwithstanding the foregoing, a candidate eliminated during a previous round of balloting may be reconsidered at any point if requested by at least six members of the committee. Voting must continue until there are two candidates remaining and one of the final two candidates receives at least a 60% majority of votes, regardless of whether any candidate received a 60% majority of votes in a previous round of voting. If there are fewer than five candidates, the voting under this section shall commence with a vote for the number of candidates that is one fewer than the actual number of candidates remaining.
16. In the event of a tie in voting for the final six, four or two candidates for director or alternate, the candidates involved in the tie shall proceed to the next round of voting. If there are more than two candidates in the final round of voting and no candidate receives at least a 60% majority of votes in the initial vote, the lowest vote-getter shall be removed from further consideration on subsequent ballots until there are only two candidates remaining.
17. Prior to the adjournment of the meeting of the committee, the chair, on behalf of the committee, should contact the candidate selected by the committee to determine that person's willingness and ability to serve as director of RI if nominated and elected.

### III. Subsequent to the Meeting

18. Immediately following the meeting of the committee, the chair shall notify all the candidates of its selection of the candidate for nomination as director of RI.
19. As soon as possible following the adjournment of the meeting of the committee, the chair shall send to the general secretary the name and address and acceptance of the nominee. The chair shall later file with the general secretary the written report of the committee naming its selection of a candidate for nomination as director, including an indication

that the named candidate has been contacted by the committee and has indicated willingness and ability to serve as director of RI if nominated and elected. The report should also state that, to the best of the committee's knowledge, the selected candidate has not violated RI's rules against campaigning for office and shall confirm that all members of the committee have signed the written disclosure statement required by paragraph B.2. of this policy. The written report of the nominating committee and required disclosure statements must be filed with the general secretary no later than ten days following the meeting of the committee.

20. The proposal forms for the candidate selected and the alternate selection and the proposal forms for the remainder of candidates shall be transmitted to the general secretary. The name of the alternate candidate shall otherwise be kept confidential.
21. Members of the committee are not to discuss with anyone their deliberations within the committee at any time or reveal the name of the nominee until after all candidates have been notified.

*(September 2020 Mtg., Bd. Dec. 27)*

**Source:** November 1999 Mtg., Bd. Dec. 142;

**Amended by** April 2016 Mtg., Bd. Dec. 157; January 2017 Mtg., Bd. Dec. 91; June 2017 Mtg., Bd. Dec. 156; October 2019 Mtg., Bd. Dec. 29; September 2020 Mtg., Bd. Dec. 23; September 2020 Mtg., Bd. Dec. 27

## **28.020. Orientation, Governance Training, and Strategic Planning**

### **28.020.1. Director-elect Orientation**

During the year before they begin their term of service on the Board, RI Directors shall receive informative mailings from the Secretariat and receive an orientation, supervised by the president-elect, or a current director designated by the president-elect, and general secretary. Directors-elect shall also attend as observers to meetings of the Board as invited.

As part of the annual orientation for Directors-elect, information regarding the role and responsibilities of the Board should be emphasized. The general secretary should include information regarding the legal and fiduciary responsibilities of members of a non-profit board, and update Directors as necessary throughout the year.

Each orientation program shall have a session on staff/volunteer roles and expectations and a director's ethical responsibilities. This session shall be presented by the chair of the Operations Review Committee, or his/her designee, in conjunction with the general secretary or a staff member designated by the general secretary. (*June 2017 Mtg., Bd. Dec. 159*)

**Source:** June 1987 Mtg., Bd. Dec. 334; November 1995 Mtg., Bd. Dec. 63; June 2001 Mtg., Bd. Dec. 318;  
**Amended by** November 2001 Mtg., Bd. Dec. 53; November 2004 Mtg., Bd. Dec. 47; April 2016 Mtg., Bd. Dec. 157; September 2016 Mtg., Bd. Dec. 35; June 2017 Mtg., Bd. Dec. 159

### **28.020.2. Annual Governance Seminar**

The Board shall hold an annual governance seminar for directors and directors-elect, facilitated by an outside governance expert, that will include a director's ethical responsibilities as a member of the Board. (*April 2024 Mtg., Bd. Dec. 119*)

**Source:** June 2017 Mtg., Bd. Dec. 159  
**Amended by** September 2017 Mtg., Bd. Dec. 24; April 2024 Mtg. Bd. Dec. 119

### **28.020.3. Annual Strategic Planning Session**

In preparation for each Rotary year, the Board shall review and further develop the course of action for how the work of Rotary, the Board, and the RI committees during the upcoming year can promote the RI Strategic Plan. To the extent such strategic emphases developed by the Board shall be relevant to the work of one or more committees, the Board shall communicate those plans to such committees for reference as the committees begin their work during the year. (*April 2022 Mtg., Bd. Dec. 123*)

**Source:** April 2022 Mtg., Bd. Dec. 123

**28.030. Meetings**

28.030.1. Location of Board Meeting

Board meetings shall be held at the World Headquarters or in the vicinity of the site of the International Convention unless there are cost savings that can be achieved by meeting elsewhere. *(April 2019 Mtg., Bd. Dec. 140)*

**Source:** May 1989 Mtg., Bd. Dec. 363.

**See Also** May 2000 Mtg., Bd. Dec. 458; August 2000 Mtg., Bd. Dec. 43;

**Amended by** April 2019 Mtg., Bd. Dec. 140

28.030.2. Dates and Places of Board Meetings

The Board shall meet as follows:

- Immediately after the International Convention
- October
- January (immediately before or after the International Assembly)
- April
- One day immediately before the International Convention

The Board shall review and determine the specific dates and places of meetings of the Board annually at its first meeting preceding the Rotary year in which the meetings will be held. *(April 2019 Mtg., Bd. Dec. 140)*

**Source:** February 2000 Mtg., Bd. Dec. 267;

**Amended by** May 2011 Mtg., Bd. Dec. 187; April 2019 Mtg., Bd. Dec. 140

28.030.3. Observers at RI Board Meetings

The president is requested to appoint a Rotaract representative to attend Board meetings as an observer. *(June 2021 Mtg., Bd. Dec. 177)*

**Source:** April 2021 Mtg., Bd. Dec. 142

**Amended by** June 2021 Mtg., Bd. Dec. 177

28.030.4. Extension of Board Meeting Preceding the Council on Legislation

The October Board meeting in the year preceding the Council on Legislation may be extended as necessary for the following purposes:

1. To confer with the Council chair about the physical arrangements and the procedural aspects of the Council on Legislation
2. To review all proposed legislation pursuant to Section 7.070. of the RI Bylaws
3. To consider the recommendations of the Constitution and Bylaws Committee and the Board Council on Legislation Advisory Committee
4. To begin orientation and learning before the Council on Legislation with the Board Advisor.

*(April 2024 Mtg., Bd. Dec. 119)*

**Source:** November 1999 Mtg., Bd. Dec. 201;

**Amended by** February 2006 Mtg., Bd. Dec. 148; June 2007 Mtg., Bd. Dec. 226; October 2015 Mtg., Bd. Dec. 47; September 2016 Mtg., Bd. Dec. 28; April 2024 Mtg., Bd. Dec. 119

28.030.5. Prior Review of Board Items by Committee

The Administration, Programs, and Executive Committee of the Board shall consider all items referred to it by the president in accordance with section 28.005. G. 5. and 6.

A Board committee shall make every effort to finish its consideration of its assigned items within the specified time period. Items not considered by that time shall go to the full Board without a committee recommendation.

After completing their committee work, Directors are encouraged to attend other Board committee meetings as observers.

Unless there is a matter deserving extended consideration by all, or unless a director has some information which such director is reasonably certain was not available to the committee during its consideration of the matter, Directors should normally be content with a brief discussion of items that have already been fully considered by a committee of their peers. *(January 2012 Mtg., Bd. Dec. 158)*

**Source:** January-February 1989 Mtg., Bd. Dec. 168;

**Amended by** November 2002 Mtg., Bd. Dec. 61; June 2008 Mtg., Bd. Dec. 227; January 2012 Mtg., Bd. Dec. 158

28.030.6. Parliamentary Procedures for Board Meetings

The Board has adopted the following parliamentary procedures for the conduct of its meetings. The current edition of *Robert's Rules of Order Newly Revised* shall be the Board's parliamentary authority on matters not addressed below:

**Simplified Chart of Parliamentary Motions**

<b>Motion</b>	<b>Requires Second</b>	<b>Debatable</b>	<b>Amendable</b>	<b>Vote</b>
Adjourn	Yes	No	No	Majority
Recess	Yes	No	Yes	Majority
Close Debate	Yes	No	No	2/3
<b>Motion</b>	<b>Requires Second</b>	<b>Debatable</b>	<b>Amendable</b>	<b>Vote</b>
Defer (or Postpone Definitely)	Yes	Yes	Yes	Majority
Refer to Committee	Yes	Yes	Yes	Majority
Amend the Amendment	Yes	Yes	No	Majority
Amend or Substitute	Yes	Yes	Yes	Majority

Withdraw (or Postpone Indefinitely)	Yes	Yes	No	Majority
Main Motion	Yes	Yes	Yes	Majority
Reconsider	Yes	Yes	No	Majority
Rescind	Yes	Yes	Yes	Majority
<b>Motions Dealing with the General Conduct of the Meeting No Order of Precedence</b>				
Parliamentary Inquiry	No	No	No	None
Point of Order	No	No	No	None
Withdraw or Modify a Motion	No	No	No	Majority
Divide the Motion	No	No	Yes	Majority

*(November 2002 Mtg., Bd. Dec. 55)*

**Source:** November 1999 Mtg., Bd. Dec. 137;  
**Amended by** November 2002 Mtg., Bd. Dec. 55

28.030.7. Electronic Voting

The Board shall use electronic voting on all substantive items on its agenda. Any director can demand an electronic vote on any item without requiring a second or debate. *(September 2017 Mtg., Bd. Dec. 24)*

**Source:** June 2017 Mtg., Bd. Dec. 159  
**Amended by** September 2017 Mtg., Bd. Dec. 24

28.030.8. Board Interactions with Staff

The President is requested to schedule an annual social event with directors and senior staff that will provide an opportunity for increasing fellowship and fostering positive working relationships. Such event should be scheduled during a Board retreat, in connection with Board governance training, or before or during a regularly-scheduled Board meeting, or other time designated by the President.

Directors should consult the appropriate Senior Manager before bringing to the Secretariat staff new projects or requests for information or assistance. This procedure will maintain staff priorities, responsibilities, and accountability. However, this procedure is not necessary when a regular working relationship on a similar matter has been previously established between a director and a staff member. A director may use the Corporate Governance area to convey the new request to a senior manager. *(September 2017 Mtg., Bd. Dec. 30)*

**Source:** March 1990 Mtg., Bd. Dec. 136;  
**Amended by** October 2013 Mtg., Bd. Dec. 30; September 2017 Mtg., Bd. Dec. 30

28.030.9. Post-Board Meeting Activities

The general secretary shall ensure that all decisions taken by the Board at its meetings are distributed to Directors for confirmation following the adjournment of the meeting. The

general secretary shall provide printed minutes of Board meetings within 60 days following each meeting of the Board. Appendices to the minutes shall be filed only with the official copy of the minutes only if the decision of the Board to which such appendix relates specifically states that such appendix is to be filed only with the official copy of the minutes. *(April 2016 Mtg., Bd. Dec. 157)*

**Source:** February-March 1983 Mtg., Bd. Dec. 282; June 1998 Mtg., Bd. Dec. 404; November 1999 Mtg., Bd. Dec. 120;

**Amended by** June 2007 Mtg., Bd. Dec. 226; April 2016 Mtg., Bd. Dec. 157

28.030.10. Effective Date of Board Decisions

Board decisions shall become effective immediately upon adjournment of each Board meeting, with the exception of the first meeting of the Board, decisions from which are effective on or after 1 July. *(February 1999 Mtg., Bd. Dec. 196)*

**Source:** June 1998 Mtg., Bd. Dec. 404

**Amended by** February 1999 Mtg. Bd. Dec. 196

28.030.11. Board Minutes on RI Website

Board minutes shall be placed on the RI website within 60 days of the meeting, except for those appendices that are designated “to be filed only with the official copy of the minutes,” which shall be made available to Rotarians upon request, in accordance with RI Bylaws section 5.020. Minutes posted prior to their approval by the Board shall contain notice that the minutes are in draft form only, subject to approval by the Board. *(June 2007 Mtg., Bd. Dec. 226)*

**Source:** November 2006 Mtg., Bd. Dec. 70;

**Amended by** June 2007 Mtg., Bd. Dec. 226

Cross-References

69.040.2. *Reimbursement of Partner Expenses at Board Meetings*

**28.040. RI Board of Directors Job Description**

The RI director job description shall be distributed to candidates and nominating committees for RI director.

**I. Primary Duties and Responsibilities:**

1. Conform with duties outlined in RI’s constitutional documents and the Board’s Code of Policies
2. Prepare for, attend, and participate in Board meetings
3. Actively advocate for and promote the Rotary International Strategic Plan

4. Prepare for, attend, and participate in the annual International Assembly, director-elect orientation, Board governance training, other preparatory meetings, and International Convention in the year before and during service on the Board
5. Prepare for and attend the Council on Legislation (if occurring during the director's term), and be willing to speak on behalf of the Board at the Council
6. Travel on behalf of or at the request of the RI president and represent the president at Rotary functions, as assigned
7. Act as spokesperson with media on behalf of RI and its Foundation
8. Motivate the leaders of the association, its officers, committees, member clubs and Rotarians
9. Visit districts at the request of the governor and within the limit of the allocated budget in the director's respective zone(s) to further the ideals of Rotary, and communicate regularly with governors in their zones
10. Convene an annual Rotary Institute(s) in director's respective zone(s) as requested by the president, and oversee all preparations for such meetings
11. Prepare for and serve on Board and other committees as assigned by the president.
12. Act as liaison to RI and/or Foundation committees as assigned by the president and prepare for and attend meetings
13. Collaborate with other Board members to set policy, strategic direction and vision for Rotary
14. Follow RI's "Conflict of Interest Policy," "Code of Ethics," "Harassment-free Environment at Meetings, Events, or Activities," and RI's policy on expense reimbursements for directors
15. Fulfill all the legal obligations of a director of an Illinois not-for-profit corporation
16. Oversee the successful implementation of the regional plans and three-year goal-setting in their zones
17. Contribute to the effective operation of the RI Board by:
  - a. Establishing strong, collaborative, and mutually respectful relationships and team approaches with RI staff and other volunteers including officers, leaders, and representatives of the organization, trustees, regional leaders, and district officers
  - b. Hiring, conducting an annual performance review, and setting the compensation of the General Secretary
  - c. Providing oversight and prudent use of all assets of RI and TRF, including financial, facilities, people and goodwill
  - d. Approving annual budget, audit reports, and other significant business matters

- e. Partnering with the General Secretary and other directors to ensure that board decisions are implemented while respecting the general secretary's authority to manage the day-to-day operations of the Secretariat

18. Perform other duties as assigned by the President or the Board

## **II. Board Terms/participation**

There are 17 Rotary International directors who are elected to serve two-year terms. Directors are expected to attend and participate in four board meetings annually, normally held at the World Headquarters in Evanston, Illinois, USA or in the vicinity of the annual international convention or the international assembly. Directors are also expected to attend an orientation program while directors-elect, and attend up to two Board meetings as observers. Directors are not eligible to be reelected. Directors serve without compensation.

## **III. Qualifications**

A candidate for the office of director of RI shall have served a full term as a governor prior to being proposed as a candidate (except where service for less than a full term may be determined by the board to satisfy the intent of this provision) with at least three years of time having elapsed since service as a governor.

This is an extraordinary opportunity for an individual who is passionate about Rotary's mission and who has a track record of organizational leadership. Selected Board Members should have achieved leadership stature in business, government, philanthropy, or the nonprofit sector. His/her accomplishments will allow him/her to work collaboratively with other well-qualified, high-performing board members.

1. Ideal candidates should have the following qualifications:
2. Professional experience with significant executive leadership accomplishments in business, government, philanthropy, or the nonprofit sector
3. Commitment to and understanding of Rotary's members and beneficiaries
4. Diplomatic skills and a natural affinity for cultivating relationships and building consensus among diverse individuals
5. Personal qualities of integrity, credibility, and a passion for improving rotary
6. Knowledge of rotary international and the rotary foundation programs, finances, operations and administration
7. Experience in serving on other governing bodies with specific focus on non-profit or charitable aims
8. Strong collaboration and negotiation skills
9. Effective communication skills (both verbal and written)
10. Ability to translate the organizational vision into an effective action plan in the zone from which the director is elected.
11. Ability to work collaboratively with predecessors and successors.

*(April 2024 Mtg., Bd. Dec. 120)*

**Source:** April 2016 Mtg., Bd. Dec. 164;

**Amended by** June 2017 Mtg., Bd. Dec. 149; June 2017 Mtg., Bd. Dec. 161; April 2020 Mtg., Bd. Dec. 129; May 2023 Mtg., Bd. Dec. 143; April 2024 Mtg., Bd. Dec. 120

## **28.050. Appeals of Board Action**

In accordance with section 5.030. of the RI Bylaws, except when received within three months of the next regularly scheduled Council on Legislation, action by the Board shall be subject only to appeal through an electronic ballot submitted to the district Council representatives as follows. *(January 2023 Mtg., Bd. Dec. 83)*

**Source:** June 2008 Mtg., Bd. Dec. 239;

**Amended by** September 2016 Mtg., Bd. Dec. 28; January 2023 Mtg., Bd. Dec. 83

### **28.050.1. Multiple Appeals**

Where there are multiple appeals of the same decision, the club whose appeal is received first by any office of the Secretariat shall be considered the appellant and all subsequent appeals received shall be regarded as concurrences. *(June 2008 Mtg., Bd. Dec. 239)*

**Source:** June 2008 Mtg., Bd. Dec. 239

### **28.050.2. Withdrawal of Appeal or Concurrence**

An appeal that is later withdrawn will be considered invalid. A concurrence that is later withdrawn by a club will not count toward the number of concurrences required. If the withdrawal of a concurrence results in there not being sufficient concurrences, the appeal will be considered invalid. *(June 2008 Mtg., Bd. Dec. 239)*

**Source:** June 2008 Mtg., Bd. Dec. 239

### **28.050.3. Delivery of Appeal**

Appeals and concurrences must be submitted to the general secretary (or to one of the Secretariat locations) and be received no later than the day of the deadline. *(January 2023 Mtg., Bd. Dec. 83)*

**Source:** June 2008 Mtg., Bd. Dec. 239;

**Amended by** January 2023 Mtg., Bd. Dec. 83

### **28.050.4. Position Statements**

Upon receipt of a valid appeal and concurrences, the appellant and RI Board will be provided an opportunity to have a position statement sent out on their behalf. A deadline for submitting such statements will be set by the general secretary such as to allow the parties a reasonable amount of time to draft the position statements but also provide sufficient time for the statements to be translated for distribution. Statements shall be limited to approximately 300 words. The first party to file an appeal shall be given the first option to draft a statement in

support of its appeal. If it declines, this option shall pass to the second club to file the appeal, if any, and so on. The President may appoint a board member or committee to act on behalf of the Board to draft the statement opposing the appeal. (*January 2023 Mtg., Bd. Dec. 83*)

**Source:** June 2008 Mtg., Bd. Dec. 239;  
**Amended by** January 2023 Mtg., Bd. Dec. 83

28.050.5. Failure to Provide Position Statement

If the appellant fails to provide a statement by the deadline, the Board's statement shall be sent together with a statement indicating that both parties were given an opportunity to provide position statements. (*June 2008 Mtg., Bd. Dec. 239*)

**Source:** June 2008 Mtg., Bd. Dec. 239

28.050.6. Ballot

Upon receipt of the position statements, but in any event within 90 days of receipt of the appeal and concurrences, the general secretary shall prepare an electronic ballot in accordance with RI Bylaws section 5.030. together with a notice that all ballots must be submitted no later than the voting deadline. (*January 2023 Mtg., Bd. Dec. 83*)

**Source:** June 2008 Mtg., Bd. Dec. 239;  
**Amended by** January 2023 Mtg., Bd. Dec. 83

28.050.7. Translation of Documents and Ballot

The general secretary shall provide translated versions of all position statements and ballots in all the languages used by RI for essential club and district information. (*June 2008 Mtg., Bd. Dec. 239*)

**Source:** June 2008 Mtg., Bd. Dec. 239

28.050.8. Voting Eligibility

The district council representatives eligible to vote pursuant to RI Bylaws section 5.030. shall be the current representatives of the Council. If the district's representative no longer possesses the qualifications of voting members of the Council as set forth in the RI Bylaws, then the current alternate representative will become the representative.

Where neither the representative nor the alternate representative are able to serve, the governor shall appoint a Rotarian in the district who meets the qualifications for a Council representative. (*September 2016 Mtg., Bd. Dec. 28*)

**Source:** June 2008 Mtg., Bd. Dec. 239;  
**Amended by** September 2016 Mtg., Bd. Dec. 28

28.050.9. Posting Ballot Information

Notice of the appeal and the position statements shall be provided to governors. (*January 2023 Mtg., Bd. Dec. 83*)

**Source:** June 2008 Mtg., Bd. Dec. 239;  
**Amended by** January 2023 Mtg., Bd. Dec. 83

28.050.10. Voting Rights

Each council representative is entitled to one vote. The decision of the board will be sustained if a majority of votes cast are in favor of the board decision. (*January 2023 Mtg., Bd. Dec. 83*)

**Source:** June 2008 Mtg., Bd. Dec. 239;  
**Amended by** January 2023 Mtg., Bd. Dec. 83

28.050.11. Balloting Committee

A balloting committee, appointed by the President, shall certify the results to the general secretary after the end of the voting period. (*January 2023 Mtg., Bd. Dec. 83*)

**Source:** June 2008 Mtg., Bd. Dec. 239;  
**Amended by** January 2023 Mtg., Bd. Dec. 83

28.050.12. Appeals to the Council on Legislation

The procedure for appeals required to be submitted to the next regularly scheduled meeting of the Council on Legislation shall be adopted by the Council for such purposes. (*June 2008 Mtg., Bd. Dec. 239*)

**Source:** June 2008 Mtg., Bd. Dec. 239

28.050.13. Other Issues

Any issues not covered by the appeals process outlined above shall be decided by the President. (*June 2008 Mtg., Bd. Dec. 239*)

**Source:** June 2008 Mtg., Bd. Dec. 239

**28.060. Partner Attendance at Rotary Meetings and Learning Events**

Partners of Directors must be informed of current developments in the international association, including the operations of the Secretariat, and therefore, the general secretary is requested to develop a program for directors' partners who attend Board meetings in Evanston which includes, but is not limited to, instructional sessions, seminars, public service programs, and presentations from senior managers and other relevant staff as determined by the general secretary regarding developments in Rotary programming, events, meetings and Secretariat operations, which programs should constitute a substantial portion of the partner's activities at such meetings. Where such partners do not attend such sessions, the general secretary is requested to treat the travel expenses of such partners as personal expenses. (*June 2005 Mtg., Bd. Dec. 337*)

**Source:** August 1999 Mtg., Bd. Dec. 52;

*Amended by* June 2005 Mtg., Bd. Dec. 337

Cross-References

57.120.            *Role of Paid Official Participants and the International Convention*  
59.030.1.        *Board of Directors Roles at Council on Legislation*

**28.070.            Relationship Between Directors and Governors**

Directors represent all clubs in the administration of Rotary. Governors are under the general supervision of only the Board. Directors are resources to district leaders. Governors may consult informally with appropriate Directors about such matters as interpretation of Board action, serious district or inter-district problems or possible future formal communication to the Board. *(April 2020 Mtg., Bd. Dec. 129)*

*Source:* February 1981 Mtg., Bd. Dec. 267;

*Amended by* April 2020 Mtg., Bd. Dec. 129

**28.080.            Relationship Between Directors and Regional Leaders**

Directors' responsibilities to their regional leader team include but are not limited to:

- Identify and recommend eligible and effective candidates to serve in these roles (including any necessary replacements), monitor individual regional leader performance towards goals and mentor as appropriate
- Meet regularly with regional leader team(s) to develop and implement regional strategies in support of Rotary's Strategic Plan
- Encourage district leaders to use the regional leader team members at their events, to address challenges, and help identify growth opportunities.
- Advise on regional leader assistant selection

*(April 2020 Mtg., Bd. Dec. 129)*

*Source:* June 2018 Mtg., Bd. Dec. 172;

*Amended by* April 2020 Mtg., Bd. Dec. 129

**28.090.            Conflict of Interest Policy**

The RI Board has adopted a "Conflict of Interest Policy" for general officers and RI committee members as follows:

**I.            Statement of Policy**

1. No member of the Board of Directors of Rotary International or any member of an RI committee shall use his or her position, or the knowledge gained therefrom, in such a manner that a conflict between the interest of Rotary International and his or her personal interest arises.

2. Each Board member and RI committee member has a duty to place the interest of Rotary International foremost in any dealings with the organization and has a continuing responsibility to comply with the requirements of this policy.
3. The conduct of personal business between a member of the Board or of a committee and Rotary International is prohibited.
4. Loans or indirect extensions of credit by Rotary International to a member of the Board or of a committee are prohibited.
5. If a Board member or an RI committee member has an interest in a proposed transaction with Rotary International in the form of any personal financial interest in the transaction or in any organization involved in the transaction, or holds a position of trustee, director, or officer in any such organization, he or she must make full disclosure of such interest to the President (or in the case of the President, to the Executive Committee Chair) before any discussion or negotiation of such transaction. If a director is aware that another director has an undisclosed potential conflict of interest in a proposed transaction with Rotary International, he or she must inform the President (or if the other director is the President, to the Executive Committee Chair) as soon as possible. If an RI committee member is aware that another RI committee member has an undisclosed potential conflict of interest in a proposed transaction with Rotary International, he or she must inform the President as soon as possible.
6. Any member of the Board or of a committee who is aware that he or she has a potential conflict of interest with respect to any matter coming before the Board or a committee shall not be present for any discussion of or vote in connection with the matter. The existence and nature of the potential conflict of interest shall be recorded in the minutes of the meeting.
7. Each member of the Board and RI committee member must disclose any family or business relationship that he or she has with another member of the Board, Trustee of The Rotary Foundation, key employees or highest compensated independent contractors of Rotary International or The Rotary Foundation as those individuals or firms are identified annually by the general secretary.

## **II. Disclosure**

To implement this policy, Board members of Rotary International will submit annual reports on the attached form entitled “Potential Conflict of Interest Statement” and, if not previously disclosed, will make disclosure of all potential conflicts of interest prior to any relevant Board or committee action.

These reports will be reviewed by the Executive Committee, which will attempt to resolve any actual or potential conflicts and, in the absence of resolution, refer the matter to the Board of Directors. A potential conflict of interest will be deemed to exist upon an affirmative vote of a majority of the directors voting in the decision. The director with the potential conflict of interest shall not be present for the vote.

RI committee members will submit annual reports on a form entitled “Potential Conflict of Interest Statement” and, if not previously disclosed, will make disclosure of all potential conflicts of interest prior to any relevant committee action. These reports will be reviewed by the President, who will attempt to resolve any actual or potential conflicts or take further action as appropriate. *(May 2011 Mtg., Bd. Dec. 193)*

**Source:** June 1997 Mtg., Bd. Dec. 403; November 2007 Mtg., Bd. Dec. 53;

**Amended by** June 2005 Mtg., Bd. Dec. 272; January 2010 Mtg., Bd. Dec. 117; May 2011 Mtg., Bd. Dec. 193

## **28.100. Indemnification of RI Directors and Officers**

The Board has adopted the following statement pursuant to its authority under Article 23 of the RI Bylaws:

Rotary International shall indemnify all of its present and former directors and officers to the full extent permitted by the Illinois General Not for Profit Corporation Act of 1986, or any successor legislation adopted by the State of Illinois of the United States of America, the relevant indemnification provisions of which act are hereby incorporated herein by reference. In addition, Rotary International may, upon approval of the directors, indemnify any committee member or agent of Rotary International to the full extent permitted under the said General Not for Profit Corporation Act. Rotary International shall also cause to be purchased insurance for such indemnification of its officers and directors to the full extent determined from time to time by the directors of Rotary International. *(March 2005 Mtg., Bd. Dec. 178)*

**Source:** March 1997 Mtg., Bd. Dec. 206

**Amended by** March 2005 Mtg., Bd. Dec. 178

### Cross-References

72.020. *Liability Coverage for RI Directors and Officers*

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## ARTICLE 29. REGIONAL LEADERS

- 29.010. Regional Leaders
- 29.020. Rotary Coordinators (RCs)
- 29.030. Rotary Public Image Coordinators (RPICs)

### 29.010. Regional Leaders

Regional leaders is the term used for the team of Regional Rotary Foundation Coordinator (RRFC), Rotary Coordinator (RC), Rotary Public Image Coordinator (RPIC), the Endowment/Major Gifts Adviser (E/MGA), and the End Polio Now Coordinator (EPNC) that works together in the districts they serve to improve membership, giving, program participation, and public image. *(September 2020 Mtg., Bd. Dec. 22)*

**Source:** June 2018 Mtg., Bd. Dec. 172;  
**Amended by** September 2020 Mtg., Bd. Dec. 22

#### 29.010.1. Teamwork

The regional leader team supports the interrelated priorities of Rotary's strategic plan and goals working under the direction of the RI Director with support from either a Trustee that resides in the zones of that Director or from a Trustee within the greater geographical region.

All regional leaders and their assistants need to work together as a team to successfully serve their districts. Regional leaders understand their role and the role of each member on their team. No individual regional leader role is more important than another and none holds a more senior level of Rotary office than any other regional leader. Each regional leader has individual responsibilities, however, in order to be successful, their work intersects and supports the work of the full team. Regional leaders approach their work collaboratively, identify team dysfunction, and work together to overcome it, while continuously communicating. Working as a team, regional leaders can better meet their goals and the needs of their districts.

The regional team is strongly encouraged to jointly:

- develop shared goals and visions for their districts and zones
- hold learning events whenever possible in their geographic area of responsibility
- send communications to district leadership to facilitate better communication within the districts and zone
- encourage positive change in the districts they serve.

*(April 2024 Mtg., Bd. Dec. 119)*

**Source:** June 2018 Mtg., Bd. Dec. 172  
**Amended by** April 2024 Mtg., Bd. Dec. 119

29.010.2. Regional Leader Learning Event

Incoming regional leaders attend one of two in-person learning events to orient them to their role and build capacity based on the skills their role requires. This event is planned by a Moderator and lead facilitators representing each regional leader group in consultation with the general secretary. The moderator is selected jointly by the Incoming Trustee Chair-elect and the President-nominee. The Incoming Trustee Chair-elect and the President-nominee select the lead facilitators for the roles they appoint. The names of those selected for moderator and lead facilitator are shared with the RI Board and TRF Trustees for review before appointments are finalized.

Second and third year regional leaders are provided continued resources, learning, and skill-building opportunities through a structured plan provided by the general secretary. (*January 2023 Mtg., Bd. Dec. 86*)

**Source:** October 2015 Mtg., Bd. Dec. 34; January 2014 Mtg., Bd. Dec. 93;  
**Amended by** June 2018 Mtg., Bd. Dec. 172; January 2023 Mtg., Bd. Dec. 86

29.010.3. Regional/District Learning Events

Regional leaders organize, lead, and/or participate in learning events year-round. Events should be relevant to the audience. Learning events include:

- Regional Team Learning Seminar – Assistants and others attend a learning event before 1 July in this meeting convened by the Director that will oversee the regional team in the coming Rotary year. Incoming regional leaders work in close collaboration with both the current Director and the current regional leaders for all regional team learning seminar. E/MGAs are encouraged to provide a learning event for District Endowment/Major Gifts Subcommittee Chairs. End Polio Now Coordinators are to provide learning events for District PolioPlus Subcommittee Chairs.
- Governors-elect learning seminars (GELS) and Rotary Institutes – Serve as an introduction of regional leaders as resources to district leaders and their district chairs. While not all regional leaders may be invited to be on the official GELS team, all regional leaders are encouraged to attend GELS and Rotary Institutes to establish and strengthen relationships with district leaders.
- Regional Seminars – Held in collaboration with other regional leaders to inspire Rotarians, especially district leaders, with new information, resources, tools, and an opportunity to share best practices.
- President-elect Training Seminar and other District Seminars –Regional leaders and their teams should work with the governor and governor-elect to support preparing club presidents-elect and other district leaders for their roles, including providing assistance to the learning event and curriculum development, and, if invited, facilitating or participating in district learning events.
- Online – Use of webinars, on-line meetings, teleconferences, and videoconferences is strongly encouraged for the broadest reach and impact within clubs and districts. E-learning resources on Rotary’s website are also effective tools for distance learning.

*(April 2024 Mtg., Bd. Dec. 119)*

**Source:** June 2018 Mtg., Bd. Dec. 172; October 2022 Mtg., Bd. Dec. 29  
**Amended by** January 2024 Mtg. Bd. Dec. 76; April 2024 Mtg., Bd. Dec. 119

29.010.4. Funding

Annual funding from available Rotary financial resources is provided to cover basic and necessary business expenses incurred directly by regional leaders in carrying out their role responsibilities. *(June 2018 Mtg., Bd. Dec. 172)*

**Source:** June 2018 Mtg., Bd. Dec. 172

29.010.5. Evaluation

Regional Leaders' progress towards reaching their goals is regularly reported to the general secretary. Annually, regional leaders self-assess their performance in reaching outcomes, conducting activities, improving their competencies, and their qualitative contributions. These annual self-assessments are shared with RI Directors and Trustees for facilitating mentoring opportunities. The general secretary consults with the Rotary President in the implementation of an independent remediation process for low or under-performing regional leaders. *(June 2018 Mtg., Bd. Dec. 172)*

**Source:** June 2018 Mtg., Bd. Dec. 172

**29.020. Rotary Coordinators (RCs)**

Rotary Coordinators serve as a resource to districts for membership attraction and engagement, club-strengthening strategies, new club creation, and promotion of Rotary programs for a term of three years, subject to annual review. Each of the 34 zones has at least one regional leader team that is assigned to the districts within the zone, zone section, or part of the zone. *(June 2018 Mtg., Bd. Dec. 172)*

**Source:** June 2018 Mtg., Bd. Dec. 172

29.020.1. Purpose

The purpose of RCs is to proactively promote Rotary's strategic plan by facilitating the support and strengthening of existing clubs and the establishment of new clubs and satellite clubs. RCs work in collaboration with the district structure to support and encourage Rotarians and clubs to increase member attraction and engagement, develop new clubs and satellite clubs, and promote participation in Rotary programs. RCs also inspire, motivate, train, advise, strategize, communicate, and promote Rotary in the districts they serve. *(June 2018 Mtg., Bd. Dec. 172)*

**Source:** November 2009 Mtg., Bd. Dec. 79;  
**Amended by** October 2012 Mtg., Bd. Dec. 117 June 2018 Mtg., Bd. Dec. 172

29.020.2. Qualifications

RCs must have the following experience before appointment:

- service as a district governor or strong relationships with district and zone leadership
- proven performance in new club development, new member attraction, or member engagement

Preference for RC candidates will be given to candidates with demonstrated:

- collaborative leadership styles
- facilitation experience
- service as an Assistant RC and/or as a District Membership Chair

Due to the intensive nature of this role, RCs should not simultaneously hold other time-significant Rotary appointments. To avoid role overlap, RCs should not concurrently serve as the District Membership Committee Chair or the District Rotary Foundation Committee Chair. (*April 2025 Mtg., Bd. Dec. 117*)

**Source:** June 2018 Mtg., Bd. Dec. 172;

**Amended by** October 2018 Mtg., Bd. Dec. 34; November 2020 Mtg., Bd. Dec. 68; November 2021 Mtg., Bd. Dec. 51; April 2024 Mtg., Bd. Dec. 119; April 2025 Mtg., Bd. Dec. 117

29.020.3. Selection Process

The President-nominee annually appoints RCs based on recommendations of eligible candidates from districts served by the team with the open position. Candidate recommendations are solicited from current, immediate-past, and incoming Directors and Trustees along with regional leaders serving in their last year. Candidate selections are shared with the RI Board and TRF Trustees for review before appointments are finalized and announced. (*June 2018 Mtg., Bd. Dec. 172*)

**Source:** June 2018 Mtg., Bd. Dec. 172

29.020.4. Role Responsibilities

RCs understand and effectively communicate Rotary's:

- Strategic plan
- Annual goals and priorities
- Regionally appropriate membership attraction and engagement strategies
- New club and satellite club creation strategies
- Programs
- Focus on alumni importance

RCs lead by example locally and regionally by:

- Inviting at least one candidate to join their Rotary club each year
- Supporting effective member engagement activities in their Rotary club
- Effective use of Rotary's online tools

RCs actively promote:

- Strong, dynamic, flexible and effective clubs
- Attraction of new members
- Engagement of current members
- New club and satellite club development
- Strategic planning at both the club and district level
- Adoption and use of Rotary's online tools
- Participation in Rotary Programs
- Monitoring and responding to club, district and regional membership trends
- Club success stories
- Ways to strengthen alumni connection, engagement, and commitment to Rotary
- Nominations to Rotary Alumni Global Service Award and the Alumni Association of the Year Award by all Rotarians

RCs, working with their assistants and in collaboration with their regional leader team, plan and conduct the following learning events:

- Regional team learning seminar for their assistants
- Governors-elect learning seminars. Those not invited to serve on the GELS team, are strongly encouraged to attend GELS to further deepen communication and collaboration with governors-elect and district leadership.
- Regional and other district seminars as needed

*(April 2024 Mtg., Bd. Dec. 119)*

**Source:** June 2018 Mtg., Bd. Dec. 172;

**Amended by** October 2019 Mtg., Bd. Dec. 29; January 2024 Mtg. Bd. Dec. 76; April 2024 Mtg., Bd. Dec. 119

#### 29.020.5. Primary Audience

RCs work in collaboration with district governors and the district structure to connect Rotarians with resources that support Rotary's goals, priorities, and strategic plan to help strengthen and support clubs.

RCs work most closely with District Membership Committee Chairs to support membership attraction and engagement strategies, new club and satellite club development, strategic planning, and promotion of Rotary programs in the districts they serve. *(June 2018 Mtg., Bd. Dec. 172)*

**Source:** June 2018 Mtg., Bd. Dec. 172

#### 29.020.6. Key Network

##### Senior Leadership

RI Directors lead regional leader teams in reaching their goals within the districts they serve. RCs are expected to regularly communicate, plan, collaborate, and cooperate with their RI

Director and either a Trustee who resides in the zones of that Director or within the greater geographical region as appropriate, as well as with their fellow regional leaders.

#### Regional Leaders

RCs lead their assistants in collaboration and communication with their predecessor and successor to promote member attraction and engagement and ensure continuity, consistency, and successful knowledge management. Additionally, RCs plan, communicate and collaborate with their regional leader team to have long-lasting impact in the districts they serve.

#### District Governors

RCs are a key resource to governors and their District Membership Committee Chairs to improve membership attraction and engagement, strategic planning at the club and district levels, new club and satellite club development strategy, and promotion of participation in Rotary programs. RCs need district governors to actively promote them as a resource to their district chairs.

#### Assistant Rotary Coordinators

Rotary coordinators select their assistants, in consultation with their Director based on demonstrated success and experience with regional membership attraction and engagement strategies, new club and satellite club development, strategic planning, and Rotary programs. Assistants are appointed annually, for up to three years to ensure maximum effectiveness in the districts they serve, especially in relation to geographic coverage, functional expertise, and language ability. Assistants should not serve concurrently with a significant regional or district-level role. Assistants help the RC with education, and motivation about membership, strategic planning, and Rotary programs.

Candidates for assistant RCs must be vetted with the general secretary for compliance with Rotary policy related to stewardship, youth protection, financial and other obligations before the appointments are finalized. *(April 2024 Mtg., Bd. Dec. 119)*

**Source:** June 2018 Mtg., Bd. Dec. 172

**Amended by** April 2024 Mtg., Bd. Dec. 119

### **29.030. Rotary Public Image Coordinators (RIPCs)**

RPICs serve as a resource to districts to ensure that clubs have a positive public image at the local level. They champion a consistent Rotary brand and visual identity and help identify impactful Rotary stories. RPICs are appointed for a term of three years, subject to annual review. Each of the 34 zones has at least one regional leader team that is assigned to the districts within the zone, zone section, or part of the zone. *(June 2018 Mtg., Bd. Dec. 172)*

**Source:** January 2011 Mtg., Bd. Dec. 163;

**Amended by** October 2013 Mtg., Bd. Dec. 64; June 2018 Mtg., Bd. Dec. 172

29.030.1. Purpose

The purpose of RPICs is to proactively promote Rotary’s strategic plan by helping to build the capacity of clubs and districts to identify and effectively tell impactful stories that demonstrate Rotarians as people of action to the public and within Rotary. RPICs also advise on local and regionally-appropriate use of Rotary’s brand and public image campaign materials. RPICs work in collaboration with the district structure to support and encourage clubs to have a robust media and social media strategy, an up-to-date website, and an engaging online presence in their local communities. As motivators, trainers, and advisors, RPICs work with districts to help them understand how to effectively secure local media coverage and promote Rotary special events and Rotary marketing in the districts they serve. *(June 2018 Mtg., Bd. Dec. 172)*

**Source:** January 2011 Mtg., Bd. Dec. 163;

**Amended by** June 2018 Mtg., Bd. Dec. 172

29.030.2. Qualifications

RPICs must have the following experience before appointment:

- Proven performance in public relations, marketing, advertising, media relations, or brand awareness and development
- Service as a past district governor or strong relationships with district and zone leadership

Preference for RPIC candidates will be given to candidates with demonstrated:

- collaborative leadership styles
- facilitation experience
- familiarity with programs of Rotary and The Rotary Foundation
- service as an Assistant RPIC and/or as a District Public Image Chair

Due to the intensive nature of this role, RPICs should not simultaneously hold other time-intensive Rotary appointments. To avoid role overlap, RPICs should not concurrently serve as a District Public Image Chair or the District Rotary Foundation Committee Chair. *(April 2025 Mtg., Bd. Dec. 117)*

**Source:** June 2018 Mtg., Bd. Dec. 172;

**Amended by** November 2020 Mtg., Bd. Dec. 68; June 2021 Mtg., Bd. Dec. 177; November 2021 Mtg., Bd. Dec. 51; April 2024 Mtg., Bd. Dec. 119; April 2025 Mtg., Bd. Dec. 117

29.030.3. Selection Process

The President-nominee annually appoints RPICs based on recommendations of eligible candidates from districts served by the team with the open position. Candidate recommendations are solicited from current, immediate-past, and incoming Directors and Trustees along with regional leaders serving in their last year. Candidate selections are shared with the RI Board and TRF Trustees for review before appointments are finalized and announced. *(June 2018 Mtg., Bd. Dec. 172)*

**Source:** June 2018 Mtg., Bd. Dec. 172

29.030.4. Role Responsibilities

RPICs understand and effectively communicate Rotary's:

- Strategic plan
- Annual goals and priorities
- Coordinated public image building activities in a regionally-appropriate manner
- Need for a consistent and unified Rotary brand and message
- Use of Rotary's visual identity assets, including the Brand Center, etc.
- Value of Rotarians and alumni in telling Rotary's story

RPICs lead by example, locally and regionally by:

- Championing Rotary's public image campaigns in their own club
- Using Rotary's online tools, including the Brand Center, to tell Rotary's story
- Sharing examples of club and district successes and challenges in public image building to help facilitate improvement
- Having a visible and vibrant traditional media and/or social media presence

RPICs actively promote:

- Engagement of clubs and districts in coordinated public image activities as part of strategic planning
- Adoption and use of Rotary's Brand Center and other on-line tools to tell Rotary's story
- Adoption and use of Rotary's brand and other visual identity assets
- Use of a consistent and unified Rotary message
- Clubs and districts telling stories about their community impact, by leveraging various communication channels, including media relations, on-line, social and digital media, local advocacy, community engagement events, thought leadership, speaking engagements, marketing and advertising channels, etc.
- Well-maintained club and district websites
- The need for clubs and districts to have a robust social media presence
- Ways to highlight Rotarian and Rotary alumni stories
- Best practices for marketing Rotary special events and activities in local communities, such as World Polio Day, etc.
- That all Rotarians may suggest annual candidates for the Rotary Alumni Global Service Award and the Alumni Association of the Year Award

RPICs, working with their assistants and in collaboration with their regional leader team, plan and conduct the following learning events:

- Regional team learning seminar for their assistants
- Governors-elect learning seminars. Those not invited to serve on the GELS training team are strongly encouraged to attend GELS to further deepen their communication and collaboration with governors-elect and district leadership.

- Regional and other district seminars as needed

*(April 2024 Mtg., Bd. Dec. 119)*

**Source:** June 2018 Mtg., Bd. Dec. 172;

**Amended by** October 2019 Mtg., Bd. Dec. 29; January 2024 Mtg., Bd. Dec. 76; April 2024 Mtg., Bd. Dec. 119

#### 29.030.5. Primary Audience

RPICs work in collaboration with district governors and the district structure to connect Rotarians with resources that support Rotary's goals, priorities, and strategic plan, with the aim of helping districts and clubs effectively tell their stories to ensure a vibrant public image presence in their communities.

RPICs work most closely with District Public Image Chairs in the districts they serve to support public image efforts for all clubs. RPICs inspire, motivate, train, advise, strategize, communicate, and promote Rotary's public image programs and activities specifically to District Public Image Chairs and where appropriate to other district leadership. *(June 2018 Mtg., Bd. Dec. 172)*

**Source:** June 2018 Mtg., Bd. Dec. 172

#### 29.030.6. Key Network

##### Senior Leadership

RI Directors lead regional leader teams in reaching their goals within the districts they serve. RPICs are expected to regularly communicate, plan, collaborate, and cooperate with their RI Director and either a Trustee that resides in the zones of that Director or within the greater geographical region as appropriate, as well as with their fellow regional leaders.

##### Regional Leaders

RPICs lead their assistants in collaboration and communication with their predecessor and successor to promote Rotary's brand and ensure continuity, consistency, and successful knowledge management. Additionally, RPICs plan, communicate and collaborate with their regional leader team to have long-lasting impact in the districts they serve.

##### District Governors

RPICs are a key resource to governors and their District Public Image Committee Chairs to improve the local image of Rotary in its communities around the world. RPICs need district governors to actively promote them as a resource to their district chairs.

##### Assistant Rotary Public Image Coordinators

Rotary public image coordinators select their assistants, in consultation with their Director, based on demonstrated success and experience with marketing, media, and/or public relations. Assistants are appointed annually, for up to three years, to ensure maximum effectiveness in the districts they serve, especially in relation to geographic coverage, functional expertise, and language ability. Assistants should not serve concurrently with a

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significant regional or district-level role. Assistants help the RPIC with education, and motivation about the importance of telling the Rotary's story at the local level.

Candidates for assistant RPICs must be vetted with the general secretary for compliance with Rotary policy related to stewardship, youth protection, financial and other obligations before the appointments are finalized. (*April 2024 Mtg., Bd. Dec. 119*)

**Source:** June 2018 Mtg., Bd. Dec. 172

**Amended by** April 2024 Mtg., Bd. Dec. 119

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## **ARTICLE 30. OTHER CURRENT AND PAST OFFICERS OF RI**

- 30.010.** President-Elect
- 30.020.** President-Nominee
- 30.030.** Vice President
- 30.040.** Treasurer
- 30.050.** Definition of Past Officer of RI
- 30.060.** Guidelines for Aides to RI Officers

### **30.010. President-Elect**

#### **30.010.1. Duties**

The president-elect of RI

1. should work closely and harmoniously with the president and president-nominee to maintain the stability and continuity of the leadership of the president
2. should be prepared to accept assignments from the president, including participation in as many Rotary institutes as feasible
3. has the responsibility to devote appropriate time and effort in preparing for his or her year of leadership of the organization
4. moves into the president-elect's office at the World Headquarters
5. shall be provided with appropriate financial and staff support
6. shall be responsible for the direction, planning and supervision of all aspects of the International Assembly, including the assembly budget
7. shall assist in the preparation of the RI budget for the year he or she is president
8. shall serve as an ex-officio member of the Finance Committee of RI
9. meets with general secretary to begin the process of formal planning of his or her term as president and begins work with members of the staff to carry out this planning
10. attends all Board meetings
11. shall develop goals in collaboration with the Trustee-chair-elect, to be reviewed and approved by the Board at its first meeting in the year preceding his or her year as president
12. begins planning his or her convention
  - a. meets with the general secretary to determine staff who are to assist with convention planning
  - b. determines committee meeting dates for convention planning
  - c. may include in the International Assembly program specific directives for the governors-elect to promote the convention in their year as governors

13. By careful appointment of a moderator, ensures that incoming district governors are properly instructed at the International Assembly
14. excuses governor-elect attendance at the International Assembly
15. discusses with the Board which committees should continue to be appointed in his or her year of office.

*(June 2017 Mtg., Bd. Dec. 195)*

**Source:** November 1997 Mtg., Bd. Dec. 107.

**Amended by** May 2000 Mtg., Bd. Dec. 412; November 2001 Mtg., Bd. Dec. 91; June 2002 Mtg., Bd. Dec. 245; May 2003 Mtg., Bd. Dec. 325; June 2005 Mtg., Bd. Dec. 284; June 2006 Mtg., Bd. Dec. 269; January 2011 Mtg., Bd. Dec. 127; September 2011 Mtg., Bd. Dec. 37; July 2016 Mtg., Bd. Dec. 13; June 2017 Mtg., Bd. Dec. 195.

**See Also** October 1993 Mtg., Bd. Dec. 48

#### 30.010.2. Attendance at Institutes

The president-elect is encouraged to participate in some institutes, however, it is recognized that, given the president-elect's many duties and commitments, the president-elect may only be able to attend portions of institutes. *(May 2023 Mtg., Bd. Dec. 143)*

**Source:** June 1996 Mtg., Bd. Dec. 290; June 1998 Mtg., Bd. Dec. 348

**Amended by** May 2023 Mtg., Bd. Dec. 143

#### 30.010.3. Advance Planning Meetings

To prepare for the ensuing year, to effect a smooth transition from one president to another and to enhance the continuity of one Rotary year with the next, the president-elect may schedule committees which are to function during the next Rotary year to meet up to three months in advance of that year, which will allow for advance planning. Such meetings should not interfere in any way with the current year's programs and meetings. Given the significant lead time required to coordinate planning for international assemblies and conventions, meetings related to planning these meetings may be scheduled by the president-nominee and president-elect at any time in the year. *(February 2025 Mtg., Bd. Dec. 75)*

**Source:** July 1991 Mtg., Bd. Dec. 12; November 1997 Mtg., Bd. Dec. 109; June 2010 Mtg., Bd. Dec. 262;

**Amended by** July 2011 Mtg., Bd. Dec. 13; February 2025 Mtg., Bd. Dec. 75

#### 30.010.4. President-elect's Travel Expenses

In all instances where payment is authorized for the expenses of the president-elect and partner and the president-elect has no partner, payment shall be authorized for an adult member of the president-elect's family at the discretion of the president-elect. *(May 2003 Mtg., Bd. Dec. 325)*

**Source:** April 1991 Mtg., Bd. Dec. 10

**Amended by** May 2003 Mtg., Bd. Dec. 325

30.010.5. Appointment of Vice-President and Treasurer

Prior to appointing the vice-president and treasurer for the ensuing year, the president-elect shall consult privately with individual directors regarding the selection. The vice-president and treasurer of the Board shall be selected from those individuals currently serving as first-year directors. *(February 2002 Mtg., Bd. Dec. 164)*

**Source:** November 2001 Mtg., Bd. Dec. 52

**Amended by** February 2002 Mtg., Bd. Dec. 164

Cross-References

19.040.4. *Governor-elect Attendance at International Assembly*

**30.020. President-Nominee**

30.020.1. Office Space

The president-nominee shall be provided with office space at Secretariat Headquarters, the International Assembly, and International Convention *(February 2004 Mtg., Bd. Dec. 189)*

**Source:** July 1997 Mtg., Bd. Dec. 25;

**Amended by** February 2004 Mtg., Bd. Dec. 189

30.020.2. President-Nominee Expenses

Expenses of the president-nominee shall be paid by RI in accordance with the RI Travel and Expense Policy to attend meetings of the Board, the International Assembly, the RI convention and the Council on Legislation. *(January 2016 Mtg., Bd. Dec. 104)*

**Source:** January 1961 Mtg., Bd. Dec. 179;

**Amended by** July 2010 Mtg., Bd. Dec. 9; January 2016 Mtg., Bd. Dec. 104

**30.030. Vice-President**

The vice-president shall

1. perform such assignments as may be requested by the president
2. keep informed of major aspects of the office of president in preparation to assume the office
3. assume chairpersonship of the Board at any time by request of the president or in the event the president is unable for any reason to serve
4. assist the president in Board meetings as directed by the president
5. inform the president about the vice-president's whereabouts at all times including how the vice-president can be reached
6. serve at the International Convention in such roles as may be determined by the president.

*(June 1998 Mtg., Bd. Dec. 348)*

**Source:** October-November 1981 Mtg., Bd. Dec. 72  
**Amended by** June 1998 Mtg., Bd. Dec. 348

**30.040. Treasurer**

**30.040.1. Convention Report**

The Treasurer shall provide a report to the convention, noting that a) the auditor's report cannot be made until after the close of the RI fiscal year; b) a copy of the auditor's condensed report will be sent to each club; and c) additional copies will be available through the Secretariat. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** January 1954 Mtg., Bd. Dec. 129, June 1998 Mtg., Bd. Dec. 348

**30.040.2. Reports to the Board**

The Treasurer shall report at least once a quarter on the status of finances at Board meetings. *(March 2021 Mtg., Bd. Dec. 120)*

**Source:** October-November 1980 Mtg., Bd. Dec. 248; May 2000 Mtg., Bd. Dec. 445;  
**Amended by** March 2021 Mtg., Bd. Dec. 120

**30.050. Definition of Past Officer of RI**

Terms such as "past president," "past director," and "past governor" identify those who have served full terms in those offices except where the RI Board has, on the merits of individual cases, decided that something less than a full term may be deemed to have been a full term for purposes of these definitions and for purposes of qualifying to hold higher office in RI under provisions of the RI Bylaws.

**30.050.1. Removal of Past Officer Status**

The grounds for such a determination may include, but are not limited to, a finding that the past officer has been involved in criminal activity, financial malfeasance, fraud, harassment, election interference, lawsuits against Rotary, its officers, districts, or clubs, has acted in a manner inconsistent with the Rotarian Code of Conduct, or has engaged in any other action or activity that the Board considers to be inconsistent with the standard of conduct the Board considers to be appropriate for a past officer.

Prior to submission for consideration, the matter must have been reviewed at the appropriate Rotary club, district or zone level, consistent with Rotary policies, with the findings presented to the Board.

In reaching its determination, the Board may rely upon findings of the appropriate local (club, district, and zone) entity that are documented and presented to the Board by a director or general secretary.

The Board will consider a request to reinstate the past officer status of a Rotarian whose past officer status has been removed only if additional information has been presented to the general secretary that demonstrates that the past officer status should be reinstated. (*January 2024 Mtg., Bd. Dec. 102*)

**Source:** October 2019 Mtg., Bd. Dec. 34:

**Amended by** September 2020 Mtg., Bd. Dec. 26 October 2022 Mtg., Bd. Dec. 30; January 2024 Mtg., Bd. Dec. 102

### **30.060. Guidelines for Aides to RI Officers**

The RI Board has adopted “Guidelines for Aides to RI Officers.” RI presidents, Directors, or Foundation Trustees may develop guidelines that are specific to their special travel needs and that vary from these guidelines.

The duties will vary depending on the duration of the stay and the type of activities planned. The overall responsibility is to be sure that the officer is comfortable, arrives on time for all events, and enjoys the visit.

The following guidelines are to be followed by the aide(s):

1. Before arrival, the aide’s responsibilities are to:
  - a. Send information to the officer giving details about himself/herself, such as contact information and name of partner and photos, if possible
  - b. Inform officer of any special dress obligations (formal wear, etc.) during the time of the visit; ask for any specific requests from officer
  - c. Send the officer, or confirm that event organizers have sent, complete program for the entire time of the visit, including information on all presentations or speeches the officer will be expected to make and any other commitments, visits or activities in which he/she will be expected to participate, as well as general background on the host club(s) and/or district(s)
  - d. Have information on hand as to medical help (hospital, doctor, dentist) for emergencies;
  - e. Inquire about any special accommodation needs or preferences the officer may have (type of beds, smoking/non-smoking, etc.) and any dietary restrictions or allergies
  - f. Check hotel arrangements
    - i. Pre-register officer (and partner, if appropriate)
    - ii. Have key to deliver to the officer personally
    - iii. Check room to make sure that it is ready for occupancy

- iv. Check billing instructions, so there are no problems with checkout. Be sure that arrangements for payment are clear. If the officer is expected to pay directly, be sure the officer is aware of this prior to check-in. Review the hotel bill on behalf of the officer.
  - g. If there are registration materials and/or badges for the event, secure that material in advance and check to be sure names are spelled correctly and that all necessary material and information is included in the materials.
2. During the officer's stay, the aide's responsibilities are to:
- a. Meet the officer at the airport (or other point of arrival), assist with baggage as needed and provide transportation, as needed, throughout the visit
  - b. Be sure the officer knows how to contact you at all times during his/her stay
  - c. Be sure the officer knows the exact time he/she is to be picked up for any activity
  - d. Escort the officer and his/her partner to each activity and stay with them at the activity. If possible, know the seating arrangements in advance and have your seats as close to them as possible
  - e. Introduce the officer to other participants and provide as many opportunities as possible for the officer to interact with other Rotarians and guests. However, it may also be necessary to be available to help move the officer through a crowd or prevent one person from monopolizing the officer
  - f. Be attentive to any need of officer and partner during the activity; be protective and helpful, but not overbearing or intrusive
  - g. Handle any gifts or literature the officer may receive. If possible, make sure a business card is attached to these items. If necessary, send gifts to the officer's home or office following the event. Please also send a list of the gifts received with the complete name and address of the giver
  - h. Keep the event organizer(s) informed about any needs or desires of the officer
  - i. Do not plan any activities other than those already planned by the coordinator of the event, unless specifically asked to do so by the officer
  - j. Be ready for the unexpected; to the extent possible, anticipate situations; do not be afraid to ask officer what her/his wishes are
  - k. Be prepared to carry out various "ad hoc" responsibilities. For example, you may be called upon to serve as "photographer" for those wishing to have photos taken with the officer.
3. Following the event, the aide's responsibilities are to:
- a. Provide (or arrange) transportation back to the airport (or other point of departure) for the officer and partner, including assistance with baggage
  - b. If needed, ship large gifts or mementos to the officer.

*(April 2016 Mtg., Bd. Dec. 157)*

**Source:** October 2003 Mtg., Bd. Dec. 60;  
**Amended by** April 2016 Mtg., Bd. Dec. 157

30.060.1. Guidelines for the Selection of Aides to RI Officers

The RI Board has adopted “Guidelines for the Selection of Aides to RI Officers.” RI presidents, Directors, or Foundation Trustees may develop guidelines that are specific to their special travel needs and that vary from these guidelines.

The role of the aide to the RI president or other RI officer is to provide assistance and information to the officer before, during and after the visit of the officer. The selection of the aide should be based on the ability of the individual(s) to fulfill the responsibilities of the assignment. Please take the following guidelines into consideration when appointing a Rotarian to serve as the aide to a visiting RI officer.

The aide must

1. be a knowledgeable and experienced Rotarian, preferably a past district governor or past director, with an understanding of Rotary protocol, and be well-versed in host club/district activities and information;
2. be available to the officer throughout the visit/event;
3. have the stamina to maintain the demanding schedule of the event;
4. be well organized, punctual and patient;
5. be fluent in the language of the officer and able to provide interpretation if the officer is not conversant in the language used in the host area;
6. provide/arrange transportation for the officer, if needed;
7. be fully informed on the officer's schedule and needs;
8. be able to carry out all duties outlined in the "Guidelines for Aides to Rotary International Officer."

*(April 2016 Mtg., Bd. Dec. 157)*

**Source:** October 2003 Mtg., Bd. Dec. 60;  
**Amended by** April 2016 Mtg., Bd. Dec. 157

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## ARTICLE 31. RI COMMITTEES

- 31.010. Purpose of Committees
- 31.020. Types of Committees
- 31.030. Meetings of Committees
- 31.040. Committee Appointments
- 31.050. Liaison Directors to Committees
- 31.060. Executive Committee
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- 31.081. Constitution and Bylaws Committee
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- 31.083. Election Review Committee
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- 31.085. Membership Growth Committee
- 31.086. RI Programs Committee
- 31.087. Joint Operations Review Committee
- 31.088. Joint Strategic Planning Committee
- 31.089. Joint Audit Committee
- 31.090. Joint Committees
- 31.091. Joint DEI Advisory Council
- 31.092. Joint Learning Committee
- 31.093. Joint Technology Committee
- 31.094. Joint Communications Committee
- 31.100. Other Committees
- 31.101. Council Operations Committee
- 31.102. Current Year Convention Committee
- 31.103. Next Year Convention Committee

### 31.010. Purpose of Committees

There should be a variety of committees, work groups, and similar action-oriented groups to address particular needs, obtain certain information, carry out specific tasks, or implement a definite Board policy within a set time.

All RI committees shall function in alignment with the RI Strategic Plan. In addition to assigned committee responsibilities, committees shall act on the Board's strategic emphases as communicated pursuant to RI Code section 28.020.3. (*October 2022, Mtg., Bd. Dec. 39*)

**Source:** October 1993 Mtg., Bd. Dec. 48;

**Amended by** November 2007 Mtg., Bd. Dec. 32; January 2011 Mtg., Bd. Dec. 137; April 2022 Mtg., Bd. Dec. 123

#### 31.010.1. Advisory Role of Committees

Committees are, by their nature, solely advisory to the RI Board with no administrative function, except as their prescribed terms of reference may otherwise provide. Each

committee within the scope of the responsibilities assigned to it, should actively advise the RI Board and, if appropriate, bring forward proposed decisions for the RI Board to consider. RI committee chairs and members shall not approach other organizations on behalf of Rotary International to seek cooperative relationships or funding. RI committee chairs and members shall not organize or conduct regional or international meetings on behalf of Rotary International without written authorization from the president. (*October 2022, Mtg., Bd. Dec. 39*)

**Source:** January 1975 Mtg., Bd. Dec. 61; March 2005 Mtg., Bd. Dec. 206;

**Amended by** November 2007 Mtg., Bd. Dec. 32; January 2011 Mtg., Bd. Dec. 137; October 2022, Mtg., Bd. Dec. 39

### 31.010.2. Creation of New Committees

Effective 1 July 2022, no new RI committee will be created without the elimination of an existing RI committee.

Decisions creating a new committee or task force lasting beyond the current Rotary year must identify the following at the time of adoption:

1. a defined trial and evaluation period of not more than four years.
2. anticipated impact on Rotary's resources for the duration of the trial and evaluation period.
3. criteria by which the success or failure of the committee or task force will be measured.
4. dates for interim evaluations and reports to the Board.
5. date of the final evaluation, following which the Board may adopt it as an on-going committee or task force, terminate the committee or task force, or extend the trial and evaluation period as needed.

If the Board does not adopt or extend the committee or task force, it will terminate at the end of the trial and evaluation period. (*October 2022, Mtg., Bd. Dec. 39*)

**Source:** April 2019 Mtg., Bd. Dec. 142;

**Amended by** September 2020 Mtg., Bd. Dec. 30; October 2022 Mtg., Bd. Dec. 39

## 31.020. Types of Committees

Following are types of RI committees:

### 31.020.1. Standing Committees

A "Standing Committee" is a committee mandated in Article 17 of the RI Bylaws.

### 31.020.2. Board Committees

"Board Committees" are established by the Board and comprised entirely or principally of directors.

31.020.3. Joint Committees

“Joint Committees” are established by the Board and Trustees together with reporting obligations to each.

31.020.4. Other Committees

“Other Committees” are those non-standing committees that have been established by the Board either annually for multiple years whose terms of reference are determined by the Board.

31.020.5. Ad Hoc Committees

An "Ad Hoc Committee" is a non-mandatory committee established by the Board that shall continue in existence until its tasks are completed. *(October 2022, Mtg., Bd. Dec. 39)*

**Source:** November 1999 Mtg., Bd. Dec. 160;

**Amended by** January 2012 Mtg., Bd. Dec. 158; Oct. 2022 Bd. Mtg., Bd. Dec. 39

**31.030. Meetings of Committees**

Except as may be otherwise provided for in the RI Bylaws, or by specific action of the Board - such as in a committee’s terms of reference - each committee of RI shall meet at such times and place as may be authorized and designated by the President.

Committees referenced in Article 17 of the RI Bylaws should not meet during the month of July, the first two weeks of August, and from the fourth Thursday in November through the end of December. RI presidents are requested to authorize committee meetings at times that are in accordance with this decision. *(October 2018 Mtg., Bd. Dec. 34)*

**Source:** May-June 1947 Mtg., Bd. Dec. 269;

**Amended by** May 2003 Mtg., Bd. Dec. 325; April 2016 Mtg., Bd. Dec. 157; July 2018 Mtg., Bd. Dec. 14

31.030.1. Committee Recommended Decisions

The language of all proposed decisions recommended to the Board by a committee shall be approved by a majority of the members of the committee present and voting. If the final recommended decision language is not approved during the committee meeting, the final decision language proposed by the chair or the general secretary shall be circulated to the entire committee, including liaisons. A majority of the committee’s members must agree to the decision language before such recommended decision is forwarded to the Board for consideration.

When submitting recommendations to the Board, all RI committees shall include a summary statement detailing the total costs and other financial implications of their recommendations. *(October 2022, Mtg., Bd. Dec. 39)*

**Source:** January-February 1989 Mtg., Bd. Dec. 171

**Amended by** October 2022 Mtg., Bd. Dec. 39

31.030.2. Committee Minutes and Reports

Minutes or other reports from a committee shall be distributed to all members and liaisons of the committee as soon as possible after the meeting of the committee, but no later than the date such minutes or report is submitted to the Board for consideration or review.

With the guidance of the committee's chair and assistance of the staff each RI committee shall prepare and include, as part of the committee's minutes or report, its specific recommendations to the Board (or to the general secretary), with a brief rationale for each recommendation. (*October 2022, Mtg., Bd. Dec. 39*)

**Source:** June 1987 Mtg., Bd. Dec. 342;

**Amended by** June 2005 Mtg., Bd. Dec. 340; June 2007 Mtg., Bd. Dec. 226; October 2022 Mtg., Bd. Dec. 39

31.030.3. Scheduling Meetings Prior to or During Meetings of the Trustees

The president is requested to avoid scheduling any RI meetings during the week preceding the full meetings of the Trustees. Conveners are also asked to avoid scheduling any Rotary institutes during the weekend preceding the full meeting of the Trustees or Board of Directors.

RI committees with trustee members or liaisons shall not meet at the same time as Trustee meetings. (*May 2023 Mtg., Bd. Dec. 143*)

**Source:** October 2013 Mtg., Bd. Dec. 25;

**Amended by** October 2019 Mtg., Bd. Dec. 32; January 2020 Mtg., Bd. Dec. 85; May 2023 Mtg., Bd. Dec. 143

31.030.4. Committee Member Orientation

Committee orientation shall be provided annually to members, advisers, and director and trustee liaisons of RI committees under the joint direction of the committee chair and staff liaison. This orientation may be in-person on the first day of the committee's first meeting of the year, or may be delivered electronically by teleconference, webinar, or other electronic means. The orientation program should include the following:

- History of the subject area
- Terms of reference, scope of the committee's work and committee goals for the year
- Sections of this Code of Policies that apply to all committees
- Summary of committee best practices
- Copies of committee minutes for the two preceding Rotary years
- Summary of key recent Board decisions affecting the committee's work
- Expectations for committee members and liaisons
- Expected time commitment
- Resources available to the committee
- Format of committee meetings
- Brief biographies of all committee members and key staff

- Standard of Conduct for Interactions with Secretariat Staff

In addition to the above orientation, each committee member shall be required to take the Rotary online course on diversity, equity and inclusion. (*April 2024 Mtg., Bd. Dec. 119*)

**Source:** September 2016 Mtg., Bd. Dec. 36;

**Amended by** October 2022, Mtg., Bd. Dec. 39; April 2024 Mtg., Bd. Dec. 119

### 31.030.5. Attendance of Incoming Members at Committee Meetings

The Board recommends, at the committee chair's discretion, in consultation with the general secretary, that incoming members of committees with meetings planned in the second half of the Rotary year be invited to the committee's last meeting of the year. (*January 2018 Mtg., Bd. Dec. 73*)

**Source:** September 2017 Mtg., Bd. Dec. 26

**Amended by** January 2018 Mtg., Bd. Dec. 73

#### Cross-References

27.010.5. *Meetings and Visits on Date of Meeting of the Nominating Committee for President*

## 31.040. Committee Appointments

### 31.040.1. President's Appointments

All appointments shall be made by the president, with the exception of appointments made by others pursuant to the constitutional documents of RI, the Foundation Bylaws, or decisions of the Board, including the committee terms of reference set forth in this Article. In addition, all volunteer appointments, regardless of the person making the appointment, should be made only after consultation with the president. The president and members of the Board are strongly encouraged to consult with each other on such appointments and to offer advice and assistance whenever possible and to consider the use of the committee member recruitment and the committee selection task force (31.040.4) for consideration of such appointments. (*October 2022, Mtg., Bd. Dec. 39*)

**Source:** November 1976 Mtg., Bd. Dec. 108; June 1995 Mtg., Bd. Dec. 220;

**Amended by** October 2022, Mtg., Bd. Dec. 39

### 31.040.2. President-Elect's Appointments

The RI president-elect shall make appointments which become effective during the president-elect's presidency. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** June 1995 Mtg., Bd. Dec. 220; June 1998 Mtg., Bd. Dec. 348

31.040.3. Multi-year Appointments

For appointments, including appointments to fill vacancies, which become effective in one Rotary year and continue into one or more subsequent years, the president or president-elect shall consult with the successor(s) before making such appointments. (*October 2022, Mtg., Bd. Dec. 39*)

**Source:** June 1995 Mtg., Bd. Dec. 220;  
**Amended by** October 2022, Mtg., Bd. Dec. 39

31.040.4. Committee Member Selection

1. RI Committees Selection Task Force

Rotary shall have a committee selection task force comprising no more than six past and current directors that shall recruit and suggest candidates for RI committees identified by the president-nominee for selection and appointment in his or her president-elect year. The task force shall provide a list of no less than three candidates for each open committee position to the president-elect for consideration.

2. Committee Member Recruitment

The general secretary, under the direction of the committee selection task force, shall utilize Rotary's communication outlets to advertise open committee positions to recruit a pool of highly qualified candidates diverse in age, gender, and geographical location. The advertisement shall identify key responsibilities and experiences required for the position. The application process shall be completed as a self-nominating process or individuals may nominate others. Each candidate can only apply for one committee; however applicants are not precluded from being nominated by other individuals for the same or other committees. Current and incoming RI officers are encouraged to promote this application process to Rotarians in their respective regions, and the general secretary and current members of committees involved in the application are encouraged to nominate qualified candidates for consideration. Current committee members eligible for reappointment should also be encouraged to apply for reappointment. This recruitment process is not intended to solicit preferred committee appointments for incoming or current RI directors and TRF trustees.

3. Committee Member Selection

Rotary recognizes the value of representation on committees of the diverse range of perspectives in Rotary membership recognizing Rotary's desire to improve the diversity of decision-making within our organization. The committee selection task force is encouraged to identify candidates for suggestion to the president-elect that reflect the internationality of Rotary, considering age, gender, ethnicity, expertise, geographic area, and other criteria.

The general secretary will evaluate candidates to ensure that the most qualified candidates are presented to the task force for consideration with the technical skills or professional expertise needed for each of the assignments. Current chairs of committees involved in the application are encouraged to participate in the evaluation of candidates for presentation to the task force.

In order to comply with RI Bylaws section 17.040., at the board's third meeting, the president-elect shall submit to the board for approval the names of those proposed for appointment to committees for the following year. *(October 2022 Mtg., Bd. Dec. 39)*

**Source:** August 1999 Mtg., Bd. Dec. 44; November 1999 Mtg., Bd. Dec. 208; January 2011 Mtg., Bd. Dec. 123;  
**Amended by** June 2007 Mtg., Bd. Dec. 226; January 2012 Mtg., Bd. Dec. 158; May 2015 Mtg., Bd. Dec. 176;  
October 2015 Mtg., Bd. Dec. 37; April 2018 Mtg., Bd. Dec. 136; October 2022 Mtg., Bd. Dec. 39

#### 31.040.5. Appointments of Rotarians with Financial Obligations to RI

Any Rotarian who has been notified by the general secretary that he or she has a financial obligation to RI or TRF in excess of US\$100 that has been outstanding for more than 90 days

- shall be ineligible for any Rotary appointments or assignments that require the approval of the Board until these obligations have been met to the satisfaction of the general secretary.
- shall be ineligible to have any payments made on their behalf by RI or TRF or to receive reimbursement for expenses incurred on RI or TRF business until such financial obligation has been repaid.

It is recommended that those Rotarians who have an outstanding financial obligation to RI in excess of US\$100 for more than 90 days, not receive any RI presidential appointments or assignments, or any Rotary Foundation appointments or assignments, until all outstanding financial obligations have been resolved to the satisfaction of the Board. It is also recommended that a Rotarian who has outstanding financial obligations in excess of US\$100 for more than 180 days be removed from any current appointment or assignment by the responsible appointer. *(June 2009 Mtg., Bd. Dec. 277)*

**Source:** June 2002 Mtg., Bd. Dec. 296; February 2004 Mtg., Bd. Dec. 218.

**Amended by** November 2002 Mtg., Bd. Dec. 168; May 2003 Mtg., Bd. Dec. 422; June 2005 Mtg., Bd. Dec. 336;  
June 2007 Mtg., Bd. Dec. 226; June 2009 Mtg., Bd. Dec. 277

#### 31.040.6. Honorary Members Serving on Committees

Any honorary member of a Rotary club shall not serve on district or Rotary International committees, by virtue of that honorary membership, regardless of past club, district, or RI offices held by the honorary member. *(February 2000 Mtg., Bd. Dec. 298)*

**Source:** November 1999 Mtg., Bd. Dec. 134

**Amended by** February 2000 Mtg., Bd. Dec. 298

#### 31.040.7. Advisers to Committees

Adviser(s) may be appointed to a committee on an exception basis, provided that any adviser(s) be approved by the RI Board. An adviser should provide subject matter expertise and/or geographic representation needed on the committee.

A two-thirds vote of the Board is required to add an adviser to a committee. *(October 2022 Mtg., Bd. Dec. 39)*

**Source:** October 2019 Mtg., Bd. Dec. 37; October 2019 Mtg., Bd. Dec. 57;  
**Amended by** October 2022 Mtg., Bd. Dec. 39

**31.050. Liaison Directors to Committees**

The president's appointment of a Board member to serve as liaison director to a particular RI committee provides a necessary channel of communication between the Board and the committees. *(October 2022 Mtg., Bd. Dec. 39)*

**Source:** January 1968 Mtg., Bd. Dec. 96.  
**Amended by** May-June 1983 Mtg., Bd. Dec. 321; October 2022 Mtg., Bd. Dec. 39

**31.050.1. Involvement in Meetings**

There shall be only one liaison director assigned to a particular committee as specified in the terms of reference set forth in this Article or in the decision creating a new committee. The liaison director shall attend the meeting of the committee strictly in the capacity of a liaison. The liaison director shall ensure that the deliberations and recommendations of the committee fully comply with the committee's terms of reference. *(October 2022 Mtg., Bd. Dec. 39)*

**Source:** January 1968 Mtg., Bd. Dec. 96.  
**Amended by** May-June 1983 Mtg., Bd. Dec. 321; April 2016 Mtg., Bd. Dec. 157.  
See also November 1996 Mtg., Bd. Dec. 66; October 2022 Mtg., Bd. Dec. 39

**31.050.2. Committee Reports**

Liaison Directors shall typically be expected to present the committee report to the Board. The liaison director should be expected to communicate the committee's thinking and deliberations as contained in the formal written report or as otherwise known in the capacity as liaison director. *(October 2022 Mtg., Bd. Dec. 39)*

**Source:** January 1968 Mtg., Bd. Dec. 96.  
**Amended by** May-June 1983 Mtg., Bd. Dec. 321; October 2022 Mtg., Bd. Dec. 39

**31.050.3. Liaison Directors' Expenses**

Appropriation shall be made in the annual RI budget to cover all expenses of the liaison director in traveling to and from the committee meetings. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** January 1968 Mtg., Bd. Dec. 96.  
**Amended by** May-June 1983 Mtg., Bd. Dec. 321

**31.050.4. Director and Trustee Liaisons to Committees**

The RI president and the chair of the Trustees shall appoint a liaison director and/or a liaison trustee to such joint committees and other committees as set forth in the terms of reference set forth in this Article. *(October 2022 Mtg., Bd. Dec. 39)*

**Source:** February 2003 Mtg., Bd. Dec. 201

Amended by October 2022 Mtg., Bd. Dec. 39

### **31.060. Executive Committee**

#### **31.060.1. Purpose**

Acts on behalf of the Board according to established policy, advises the Board with respect to governance and other significant issues, and reviews recommendations for report to the Board from the RI Finance Committee. *(October 2022 Mtg., Bd. Dec. 39)*

Source: October 2022 Mtg., Bd. Dec. 39

#### **31.060.2. Committee Composition**

5-7 members of the Board, appointed by the President, including the President, President-elect, Vice-President, and Treasurer. The President also appoints the committee chair. All members serve a term of one year and may be reappointed. *(October 2022 Mtg., Bd. Dec. 39)*

Source: October 2022 Mtg., Bd. Dec. 39

#### **31.060.3. Committee Responsibilities**

- Makes decisions on behalf of the Board where the policy of the Board or of RI has been established or where an emergency exists, or as otherwise may be determined by the Board
- Reviews governance procedures used by the Board to ensure its effectiveness and strategic focus
- Explore matters requiring the attention of the Board and offer recommendations thereon to the Board and, when appropriate, refer a Board agenda item to the appropriate Board committee when the matter is outside the terms of reference of the Executive Committee
- Review reports of committees and, when necessary, take action upon matters contained therein
- Consider and respond to petitions on behalf the Board
- Evaluate the performance of the general secretary (see 31.060.6)
- Serve as the personnel committee of the Board (see 31.060.7)
- Make decisions when necessary relative to expenditures for which appropriations have been made by the Board and make emergency appropriations necessary to implement action taken by the Board
- Make appropriations, from funds not otherwise appropriated, of such additional amounts as may be recognizable as emergency requirements
- Reviews allegations of inappropriate conduct by volunteer leaders and, as appropriate, recommends action by the Board

The committee collaborates with the Executive Committee of the Trustees, the Joint Operations Review Committee, Joint Audit Committee, and the Joint Strategic Planning Committee. (*October 2022 Mtg., Bd. Dec. 39*)

**Source:** October 2022 Mtg., Bd. Dec. 39

31.060.4. Meetings of the Executive Committee

To give the Board more time to consider matters of major importance in the advancement of the program of RI and the successful administration of RI, the Executive Committee is authorized and directed to meet in advance of each regular meeting of the Board to consider and make decisions on behalf of the Board on all items on the agenda within the terms of reference of the Executive Committee. (*June 2004 Mtg., Bd. Dec. 236*)

**Source:** May-June 1947 Mtg., Bd. Dec. 270;

**Amended by** June 2004 Mtg., Bd. Dec. 236

31.060.5. Petitions to the Board

As part of the operating procedures for the Board, the Executive Committee shall consider all petitions to the Board together with suggested responses and refer to the Board those deemed necessary for Board attention. Petitions to the Board (and responses wherever possible) shall be provided to all Board members. Any director may request that a petition to the Board be considered by the full Board. (*September 2011 Mtg., Bd. Dec. 34*)

**Source:** October-November 1986 Mtg., Bd. Dec. 108; July 2003 Mtg., Bd. Dec. 7;

**Amended by** June 2009 Mtg., Bd. Dec. 217; May 2011 Mtg., Bd. Dec. 191; September 2011 Mtg., Bd. Dec. 34

31.060.6. Evaluation of the General Secretary

The Executive Committee will conduct its annual evaluation of the general secretary at an in-person meeting before the last Board meeting of the year. The following steps will be taken in the evaluation process:

1. No later than 30 days prior to the last Board meeting of the Rotary year, the general secretary will present to the RI president and chair of the Executive Committee a written summary and analysis of progress made in advancing Rotary for the year.
2. The chair of the Executive Committee will provide a copy of the general secretary's report to all members of the Executive Committee and to the chair of The Rotary Foundation. The chair of the Executive Committee will request that any comments be sent to him or her no later than 15 days prior to the Board meeting.
3. At its meeting before the last Board meeting, the Executive Committee will meet with the general secretary to conduct its annual review. Following this meeting, a written report of the Committee's findings will be submitted to the full Board, the Trustee chair, and to the general secretary. The members of the following year's Executive Committee and the Trustee chair, or another trustee designated by the chair, should be invited to attend this meeting as observers. As part of its annual review, the Executive Committee will review and evaluate the compensation of the general secretary, and will approve any

adjustments that it is authorized to make under general secretary's employment contract. Any adjustments or modifications to compensation or benefits for the general secretary outside of the employment contract must be approved by the Board.

*(October 2022 Mtg., Bd. Dec. 39)*

Source: October 2022 Mtg., Bd. Dec. 39

31.060.7. Personnel Committee Duties

1. Approve of any decision made by the general secretary relative to the hiring or termination of the individual holding the position of general counsel.
2. In consultation with the Audit Committee, approve of any decision made by the general secretary relative to the hiring or termination of the individual holding the position of internal audit manager.
3. Approve of any decision made by the general secretary relative to the hiring of an individual to hold the position of assistant or associate or deputy general secretary and any general manager, provided that the general secretary shall also consult the chair of the Foundation Trustees if such action applies to any general manager assigned to work full time for The Rotary Foundation of RI.
4. Review and approve triennially Rotary's employee compensation strategy as recommended by the Operations Review Committee.
5. To assure compliance with United States income tax statutes, in a manner consistent with United States Treasury Regulation Section 53.4958-6, or any successor regulations that may be in effect from time to time, review annually maximum compensation that could be paid to "disqualified persons" of RI so as to establish a presumption that such compensation is considered "reasonable" by the Internal Revenue Service. Disqualified persons include any person, with respect to any transaction, who is in a position to exercise substantial influence over the affairs of the organization within five years prior to the date of the transaction. Disqualified persons include president, president-elect, general secretary, deputy general secretary, all general managers, and chief investment officer.
6. Review, on the recommendation of the Director of Global People & Talent, issues of harassment of a member of staff by a volunteer.

*(October 2022 Mtg., Bd. Dec. 39)*

Source: October 2022 Mtg., Bd. Dec. 39

31.060.8. General Counsel and General Auditor Reports to the Executive Committee

The general counsel and the general auditor shall report directly to the executive committee of the Board at least annually and at such additional times as may be necessary for the good of the organization. *(May 2011 Mtg., Bd. Dec. 198)*

Source: May 2011 Mtg., Bd. Dec. 198

31.060.9. Executive Committee Chair Transition: Meeting with General Secretary

To ensure that there is a transition of knowledge from year to year, the outgoing executive committee chair and incoming executive committee chair should meet toward the end of each Rotary year with the general secretary to discuss his or her plans for the coming Rotary year. *(October 2018 Mtg., Bd. Dec. 34)*

**Source:** April 2018 Mtg., Bd. Dec. 133

**Amended by** October 2018 Mtg., Bd. Dec. 34

31.060.10. Executive Committee Chair as Liaison to the Joint Operations Review Committee

The Executive Committee chair shall serve as the Board's liaison to the Joint Operations Review Committee. *(October 2014 Mtg., Bd. Dec. 38)*

**Source:** May 2014 Mtg., Bd. Dec. 117

**Amended by** October 2014 Mtg., Bd. Dec. 38

Note: For additional background on Executive Committee Terms of Reference see: **Source:** June 1932 Mtg., Bd. Dec. III-(r); July 1934 Mtg., Bd. Dec. 11; July 1967 Mtg., Bd. Dec. 16; July 1972 Mtg., Bd. Dec. 15; July 1977 Mtg., Bd. Dec. 12; July 1986 Mtg., Bd. Dec. 13; July 1987 Mtg., Bd. Dec. 8; July 1991 Mtg., Bd. Dec. 5; July 1992 Mtg., Bd. Dec. 7; **Amended by** August 1999 Mtg., Bd. Dec. 45; August 1999 Mtg., Bd. Dec. 49; July 2000 Mtg., Bd. Dec. 3; July 2004 Mtg., Bd. Dec. 3; November 2004 Mtg., Bd. Dec. 58; June 2007 Mtg., Bd. Dec. 267; November 2007 Mtg., Bd. Dec. 46; November 2008 Mtg., Bd. Dec. 48; May 2011 Mtg., Bd. Dec. 198; October 2012 Mtg., Bd. Dec. 44; June 2013 Mtg., Bd. Dec. 193; June 2013 Mtg., Bd. Dec. 258; July 2013 Mtg., Bd. Dec. 14; October 2013 Mtg., Bd. Dec. 30; May 2014 Mtg., Bd. Dec. 113; October 2014 Mtg., Bd. Dec. 43; April 2016 Mtg., Bd. Dec. 157; September 2017 Mtg., Bd. Dec. 31; April 2020 Mtg., Bd. Dec. 131; April 2021 Mtg., Bd. Dec. 144

31.070. **Standing Board Committees**

The Board has established the Administration Committee and Participant Experience Committee as standing committees of the Board, the members of which are to be appointed annually by the president. Standing Board committee members shall be members of the Board other than the president, president-elect, vice-president, and treasurer. The terms of reference for each standing committee are as follows:

**Administration:**

**Purpose:** Reviews recommendations for report to the Board from the following committees: Election Review Committee, Districting Committee, Council Operations Committee, and Constitution and Bylaws Committee

**Composition:** 5-7 members of the Board, including a chair and vice-chair, appointed by the president. All members serve a term of one year and may be reappointed.

**Responsibilities:** The committee is responsible for reviewing and advising the Board on matters of an administrative, operational, or legal nature as are referred to the committee by

the president, the Board, or general secretary to permit the Board to conduct high-level work focused on strategic and transformational matters.

The committee should consider issues that come to the Board of an administrative, operational, or legal nature and provide guidance to the Board on a proposed course of action.

The committee reviews recommendations coming from the Election Review Committee, Districting Committee, Council Operations Committee, and Constitution and Bylaws Committee, and suggests which of those recommendations should be placed on the Board's consent agenda and which should be considered more fully by the full Board.

The committee will collaborate with all committees reporting to it.

### **Participant Experience Committee**

**Purpose:** Reviews recommendations for report to the Board from the Membership Growth, RI Programs, Convention, Joint Technology, Joint Communications and Joint Learning Committees and the Joint DEI Advisory Council.

**Composition:** 5 to 7 members of the Board, including a chair and vice-chair, appointed by the president. All members serve a term of one year and may be reappointed.

**Responsibilities:** The committee shall consider such matters involving the expansion of the reach of Rotary; engagement of Rotary members and other participants in the Rotary experience; diversity, equity and inclusion within Rotary; external and internal communications, and the learning of Rotary members together with such other matters as are referred to the committee by the president or the Board

The committee reviews recommendations coming from the Membership Growth, RI Programs, Convention, Joint Technology, Joint Communications, and Joint Learning committees together with recommendations from the Joint DEI Advisory Council, and suggests which of those recommendations should be placed on the Board's consent agenda and which should be considered more fully by the full Board.

The committee will collaborate with all committees reporting to it.  
*(October 2022 Mtg., Bd. Dec. 24)*

**Source:** October 2022 Mtg., Bd. Dec. 39.

**See also** August 1999 Mtg., Bd. Dec. 56;

**Amended by** May 2000 Mtg., Bd. Dec. 397; August 2000 Mtg., Bd. Dec. 92; July 2004 Mtg., Bd. Dec. 13; November 2004 Mtg., Bd. Dec. 45; June 2005 Mtg., Bd. Dec. 340; November 2005 Mtg., Bd. Dec. 120; June 2007 Mtg., Bd. Dec. 226; October 2023 Mtg., Bd. Dec. 24

## **31.080. Standing Committees**

**31.081. Constitution and Bylaws Committee**

Purpose: Advises the Board with respect to the constitutional documents and legislative procedures of Rotary.

Composition: 3 members, except in the year of the Council on Legislation when the most senior member continues for an additional year. Members, including a chair and vice-chair, are appointed by the RI President for three-year terms (except as noted above), with one member appointed each year.

Members should have a working knowledge of Rotary's constitutional documents and how they are applied, and should have the ability to read and write in English.

All members must be past governors of RI, with at least one member having served as a past RI Director. Reappointment is not allowed unless the member has served less than a full term.

The committee shall have one Board and one Trustee liaison.

Responsibilities: This committee shall serve as counsel to the Board regarding all matters pertaining to the constitutional documents and legislative procedures of Rotary. The committee shall review COR and COL proposed legislation for compliance with requirements, advise the Board and the COL Chair as to compliance issues

The committee shall collaborate with the Council Operations Committee.  
(*October 2022 Mtg., Bd. Dec. 39*)

Source: October 2022 Mtg., Bd. Dec. 39.

**31.082. Districting Committee**

Purpose: Advises the Board regarding adjustment of district boundaries and the creation and merger of districts

Composition: 3 members, including the chair and vice-chair, appointed by the RI president for three-year terms, with one member appointed each year. Reappointment is not allowed.

All members must be current or past RI directors.

The committee shall have a Board liaison unless a current director is a member of the committee.

Responsibilities: This committee shall recommend to the Board any needed adjustments of district boundaries for optimum effectiveness and monitor and communicate with districts that fall below 1,200 members. The committee shall also evaluate districting proposals in accordance with RI Board policy, carefully monitors and communicates with districts that

fall below 1,200 members, considers need for additionally-supported districts, and sends its recommendation to the Board. (*October 2022 Mtg., Bd. Dec. 39*)

Source: October 2022 Mtg., Bd. Dec. 39.

### **31.083. Election Review Committee**

Purpose: Advises the Board with respect to resolving election complaints.

Composition: 6 members, including the chair and vice-chair, appointed by the RI president for three-year terms, with two members appointed each year. Reappointment is not allowed unless a member has served less than a full term.

All members must be past governors and current Rotarians.

The committee shall have a Board liaison.

Expertise: All members should have a working knowledge of the RI Bylaws and how they are applied, the ability to read and write in English, and the ability to independently analyze evidence and give it an appropriate weight.

Responsibilities: In accordance with the Board's Election Complaint Procedures (RCOP 26.070.), the committee acts in panels of three to review election complaints filed with the general secretary in accordance with the RI bylaws. It reports to the Board its findings of fact, conclusions, and recommendations and reasons therefor, and considers other election issues as referred by the general secretary or president. (*October 2022 Mtg., Bd. Dec. 39*)

Source: October 2022 Mtg., Bd. Dec. 39.

### **31.084. Finance Committee**

Purpose: Advises the Board on all RI finances.

Composition: 8 members including the Treasurer and one additional RI Director, including a chair and vice-chair, appointed by the president. Terms shall be three years, with the exception of the Treasurer and additional RI Director who each serve one-year terms. Two members shall be appointed each year.

The Treasurer and additional RI director must be members of the Board. All members must be Rotarians or Rotaractors.

The Treasurer and RI Director may be reappointed for one additional year or a full term after leaving the RI Board; other members may be reappointed only if they have served less than a full term.

The committee shall not have a Board or Trustee liaison.

**Expertise:** Members should have financial and/or accounting background including some members with experience in current US accounting principles.

**Responsibilities:** The Committee advises the Board on all finances of RI including annual review and make recommendations on the budget and the five-year forecast. The Committee shall also:

- Review and recommend the annual budget
- Review and finalize annually a five-year forecast
- Review financial statements
- Monitor income and expenses
- Help develop the allocations between RI and TRF
- Evaluate long-term financial projections and sustainability

The Committee should collaborate with the TRF Finance Committee and hold joint in-person meeting at least once per year, and with the Joint Strategic Planning Committee on long-term financial sustainability. (*October 2022 Mtg., Bd. Dec. 39*)

**Source:** October 2022 Mtg., Bd. Dec. 39.

### **31.085. Membership Growth Committee**

**Purpose:** Advises the Board on matters related to growing Rotary membership, including developing programs to attract new members and participants, educating and engaging new and existing members and participants, and encouraging the formation of new, innovative and flexible clubs and alternative membership models.

Supports, inspires, and learns from Rotary membership coordinators and multi-district information organization leadership to continue growing Rotary and Rotaract membership.

**Composition:** 9 members, including a chair and vice-chair, appointed by the president for three-year terms, with three members appointed each year. Reappointment is not allowed unless a member has served less than a full term.

No members can be current RI directors or Foundation trustees. At least two members should be Rotaractors at the time of appointment.

The Committee shall have one Board and one Trustee liaison.

**Expertise:** Members should have a balance of experience in membership development, new ways to attract members, partnership development, digital technology specializing in market penetrations, multi-channel marketing and growth, and innovation.

Members shall be selected to allow for a balance in Rotary leadership experience

Responsibilities: The committee shall

- Make recommendations for Rotary and Rotaract clubs regarding new Rotary member development and attraction
- Make recommendations for existing member engagement and former member re-activation
- Make recommendations for new opportunities for personal and professional connection in collaboration with the RI Programs Committee
- Advises on new club models, new club formation, and new channels into Rotary, including new product lines
- Identify innovative new member and participant attraction methods and channels into the organization
- Provide guidance and advice on matters related to measuring engagement and satisfaction.
- Review levels of engagement of our Rotary members and participants and make recommendations to improve engagement across participant types through programs, initiatives, and events
- Foster relationships with outside organizations in the context of potential sources of new membership and participation in Rotary and Rotaract
- Outreach to underrepresented groups in collaboration with the Communications Committee and DEI Task Force
- Collaborate with the RI and TRF Programs Committees to identify opportunities to support, promote or enhance those programs that exhibit high levels of participant engagement
- Collaborate with the Learning Committee to identify professional and leadership development opportunities for members and participants

The Committee should collaborate with RI and TRF Programs Committees, Joint Learning Committee, Joint Communications Committee, Joint DEI Advisory Council, Joint Technology Committee, Joint Strategic Planning Committee, and Regional Leaders, as appropriate. (*April 2025 Mtg., Bd. Dec. 136*)

**Source:** October 2022 Mtg., Bd. Dec. 39.

**Amended by** October 2023 Mtg., Bd. Dec. 24; April 2025 Mtg., Bd. Dec. 136

### **31.086. RI Programs Committee**

**Purpose:** Advises the Board on matters related to the operation and effectiveness of RI programs and offerings in support of participant engagement and humanitarian service, including the operations, effectiveness, and impact of those programs and offerings.

**Composition:** 6 members, including a chair and vice-chair, appointed by the president for three-year, staggered terms, with two members appointed each year. Members may be reappointed.

At least one member should be a Rotaract participant.

The Committee shall have one Board and one Trustee liaison.

Expertise: Members should have a balance of experience in RI programs, global networking groups, partnerships, and humanitarian service. Committee members should be knowledgeable of the broad range of RI programs and support resources/services for member/participant service projects and partnerships. Additional specific knowledge of RI partnerships and affinity groups and strategic goals are essential to enhancing the member/participant experience. Members shall be selected to allow for a balance in Rotary leadership experience.

Members shall be selected to allow for a balance in Rotary leadership experience

Responsibilities: The committee shall

- Review and advise the Board
  - as to RI's commitment to enhancing participant engagement and increasing impact
  - on existing and potential programs and offerings that are service-oriented and/or focused on engagement of participants including Rotary Action Groups, Rotary Fellowships, and professional and leadership development opportunities
  - on new and existing partnerships focused on enhancing engagement and/or RI service-oriented program efforts
  - on new and existing multi-district organizations that focus on participant engagement and/or RI service-oriented program efforts.
- Identify innovative ways to enhance engagement of participants and improve service impact
- Review nominations for key RI service awards
- Report to the Board annually on alignment of RI Programs with the Strategic Action Plan and RI goals

The Committee should collaborate with the Membership Growth Committee, TRF Programs Committee, Joint Learning Committee and the Joint DEI Advisory Council. (*February 2025 Mtg., Bd. Dec. 75*)

Source: February 2025 Mtg., Bd. Dec. 75

### **31.087. Joint Operations Review Committee**

Purpose: Advises the Board and the Trustees on effectiveness of operations, administrative procedures and standards of conduct. Serves as the advisory compensation committee to the Executive Committee of the RI Board

Composition: 6 members, 1 member appointed jointly annually by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect. Chair and Vice Chair appointed jointly by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect.

Terms shall be 6 years. Members cannot be reappointed unless a member has served three years or less.

Membership is limited to past RI Directors and past TRF Trustees. No member shall be a past president, current or incoming Director, or current or incoming Trustee.

Furthermore, no member shall be a member of the Joint Audit Committee, a member of the Finance Committee of Rotary International, or a member of the Finance Committee of The Rotary Foundation.

The Committee shall have one Board liaison, who is the Chair of the Board Executive Committee, and one Trustee liaison, who is a member of the Trustees Executive Committee.

Expertise: Members shall be selected to balance experience in management, leadership development, and financial management

Responsibilities: The Committee shall:

- Review operational matters, including, but not limited to, effectiveness and efficiency of operations, administrative procedures, and standards of conduct.
- Serve as the advisory compensation committee to the Executive Committee.
- Monitor the effectiveness and efficiency of operations, including management structure, work practices and productivity measures
- Monitor the effectiveness, efficiency, and implementation of all internal systems
- Perform other oversight functions as requested by the Board or the Trustees
- As needed, reviews compliance with applicable laws and regulations and the status and findings of any examinations by regulatory agencies.
- Monitor compliance with the code of conduct and conflict-of-interest policy of the organization, the Board, and the Trustees
- Recommends proposed actions by the Board or Trustees with respect to the items identified above
- Serves as an advisory group to the RI Executive Committee with respect to compensation matters and recommends action as needed (See 31.086.1.)

The Committee should collaborate with the Executive Committees of the Board and Trustees, Joint Audit Committee, and Joint Strategic Planning Committee as appropriate.

31.087.1. Compensation Advisory Committee to the Executive Committee of the Board

The timeline and process for the Operations Review Committee in its role as an advisory compensation committee to the Executive Committee of the Board is as follows:

Meeting One (August/September):

- Review and approve sources of compensation comparability data to be used for the disqualified persons analysis conducted at Meeting Two
- Review and approve the sources of compensation used for the annual salary budget increase projections; the average percentage increase projection shall be the basis for the salary increase budget pool.
- Every third year, conduct a thorough review of Rotary's employee compensation strategy and comprehensive market survey data for employees. Compare the survey data with policy goals. Report findings to the Executive Committee for approval
- In intervening years, confirm the existing employee compensation strategy

Following Meeting One, the chair of the Operations Review Committee (or the chair's designee) will report the committee's recommendations with respect to compensation strategy and sources of compensation comparability data to the next meeting of the Executive Committee.

Meeting Two (March/April):

- Receive and review report on compensation comparability data for disqualified persons, including the president and president-elect.
- Review recommended market-based pay ranges based on current salary surveys for all disqualified persons and report to Executive Committee for approval
- Confirm reasonableness of maximum compensation that could be proposed to be paid in the coming year to Rotary's disqualified persons and document any exceptions
- Assemble a summary report of compensation paid to staff and present to the Executive Committee

Following Meeting Two, the chair of the Operations Review Committee (or the chair's designee) will report the committee's recommendations with respect to reasonableness of the pay ranges for disqualified persons and will present the summary report of compensation paid to all staff, to the next meeting of the Executive Committee. The committee chair or the chair's designee will also report on the reasonableness of pay ranges for disqualified persons to the Trustees Executive Committee.

Reporting Responsibilities

The Joint Operations Review Committee reports to the Board of Directors and to the Trustees regarding operational matters of RI or TRF, respectively. Following each meeting of the committee, the chair of the committee (or a member of the committee designated by the chair) shall report in person to the Board of Directors at the Board's next available meeting regarding operational matters of RI (including compensation issues), if there are any such matters upon which to report. A written report summarizing the committee's deliberations

and stating the committee's recommendations taken at each meeting regarding operational matters of RI shall be provided to the Board of Directors at its next meeting.

The Operations Review Committee maintains lines of communication with the president, president-elect, Trustee chair, Trustee chair-elect, general secretary, and senior management. *(October 2022 Mtg., Bd. Dec. 39)*

**Source:** October 2014 Mtg., Bd. Dec. 43;

**Amended by** April 2021 Mtg., Bd. Dec. 144; October 2022 Mtg., Bd. Dec. 39

### **31.088. Joint Strategic Planning Committee**

**Purpose:** Advises the Board and Trustees on matters regarding the strategic plan for the organizations

**Composition:** 8 members, 2 members appointed jointly annually by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect. The Chair and Vice Chair appointed jointly by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect.

Terms shall be 3 years and staggered. Members may be reappointed.

Membership is limited to Rotarians and Rotaractors. No member should be a RI Board member, TRF Trustee or a past RI president.

The Committee shall have one Board liaison and one Trustee liaison.

**Expertise:** Members shall be selected to provide for a balance in long-term planning, RI and Foundation program activities and financial management

Members shall be selected to provide for a balance in Rotary leadership experience

**Responsibilities:** The Committee shall develop, recommend, and update a strategic plan for consideration by the board and the trustees including consideration of the mission, vision, values, priorities, and goals. The Committee shall also:

- Survey Rotary members and clubs every 3 to 5 years relative to the strategy
- Develop measurements on the success of the plan
- Monitor and evaluate the success of the strategic plan
- Review pertinent internal and external data in the development and updating of the plan
- Assure the organization has a detailed plan of implementation
- Review pertinent COL and COR items that may have a strategic impact on the organization
- Identify and analyze critical strategic issues facing the organization to formulate scenarios and strategies to address those issues.

- Consider Rotary’s position and comparative advantage relative to market trends as well as global trends in volunteerism, membership, charitable causes, and humanitarian service.

The Committee should collaborate with the TRF and RI Finance Committees to assure long-term financial stability, Joint Operations Review Committee, and Membership Growth Committee, as appropriate. *(October 2023 Mtg., Bd. Dec. 31)*

**Source:** October 2022 Mtg., Bd. Dec. 39.

**Amended by** October 2023 Mtg., Bd. Dec. 31

**31.088.1. Role of Board of Directors and Foundation Trustees to Strategic Planning and Strategic Planning Committee**

The boards of directors and trustees each have defined roles as outlined in the bylaws and code of policies in regard to Rotary’s strategic plan. RI and TRF will have one strategic plan with goals and measures to support the overall strategic plan. Depending on the need of the organization, the plan will generally cover a 3–5-year period, but it can be adjusted to address current needs of Rotary International and/or The Rotary Foundation. *(October 2015 Mtg., Bd. Dec. 37)*

**Source:** May 2015 Mtg., Bd. Dec. 164

**31.089. Joint Audit Committee**

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

**Composition:** 8 members, two current RI directors, two current TRF trustees, four non-directors/non-trustees. One non-Director/non-Trustee member appointed jointly annually by the RI President and the Trustee Chair in consultation with the RI president-elect and the Trustee Chair-elect. One Director appointed annually by the RI President, and one Trustee appointed annually by the Trustee Chair. Chair and Vice Chair appointed jointly by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect.

Terms shall be four years for members who are not directors or trustees, two-years for directors and trustees. Terms of current non-Directors/non-Trustees will end at the later of 30 June 2023 or four years after appointment.

Members who are not Directors or Trustees may not be reappointed unless they have served less than a full term. Current Trustees may be reappointed as long as they are still Trustees. Director and Trustee members may be appointed for a full term after leaving the RI Board or TRF Trustees

Membership is limited to Rotarians and Rotaractors. No member should be a past RI president.

The Committee shall not have a Board or Trustee liaison. The chair of the operations review committee (or the chair's designee) shall serve as a liaison.

**Expertise:** Members should be independent and financially literate. One member shall have financial expertise as defined in the committee's charter in the Code of Policies. Members shall be proficient in English.

**Responsibilities:** Reviewing and reporting to both the board and the trustees on audit activities and systems of internal controls. Detailed responsibilities are outlined in the Audit Committee Charter in Code of Policies section 31.088.1.

The Committee shall also review and report on RI and Rotary Foundation financial reports, the external audit, the systems of internal controls, internal audit, and related matters, and shall advise the board and trustees as requested by the board and trustees provided the same is not in conflict with the above responsibilities.

The Committee should collaborate with the Joint Operations Review Committee and TRF and RI Finance Committees, as appropriate. *(October 2023 Mtg., Bd. Dec. 61)*

**Source:** October 2022 Mtg., Bd. Dec. 39.

**Amended by** May 2023 Mtg., Bd. Dec. 160; October 2023 Mtg., Bd. Dec. 61

### 31.089.1. Audit Committee Charter

#### **I. Authority**

The audit committee has authority to conduct or authorize investigations into any matters within its scope of responsibility. It is empowered to:

1. Recommend the engagement of and the compensation for, and oversee the work of any registered public accounting firm employed to audit the books of RI and TRF
2. Resolve any disagreements between management and the external auditor regarding financial reporting
3. Retain independent counsel, accountants, or others to advise the committee or assist in the conduct of an investigation
4. Meet with Rotary Senior Leaders, external auditors, or outside counsel, as necessary.
5. Seek any information it requires from employees, or external parties, all of whom are directed to cooperate with the committee's requests.

#### **II. Composition**

All members of the committee shall be independent and shall be financially literate. At least one member shall have financial expertise — one who has financial knowledge and ability sufficient to understand, analyze, and reasonably assess U.S. generally accepted accounting principles (U.S. GAAP) and the financial statements of Rotary International and the Rotary

Foundation, the competency of the independent (external) audit firm, and Rotary International's and The Rotary Foundation's internal controls and procedures for financial reporting.

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

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

### **III. Meetings**

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

### **IV. Responsibilities**

The committee will carry out the following responsibilities:

#### Financial Statements

1. Review significant accounting and reporting issues, including complex or unusual transactions and highly judgmental areas, and recent professional and regulatory pronouncements, and understand their impact on the financial statements.
2. Review with management and the external auditors the results of the audit, including any difficulties encountered.
3. Review the annual financial statements, and consider whether they are complete, consistent with information known to committee members, and reflect appropriate accounting principles.
4. Review with management and the external auditors all matters required to be communicated to the committee under generally accepted auditing standards.
5. Review and provide oversight regarding Rotary's annual Forms 990 tax filings with the Internal Revenue Service in the United States.

#### Internal Control

1. Consider the effectiveness of RI's and TRF's internal control system, including information technology security and control.

2. Understand the scope of internal and external auditors' review of internal control over financial reporting, and obtain reports on significant findings and recommendations, together with management's responses.
3. Understand the risk management practices through regular reporting from the general auditor and the risk manager on the secretariat's enterprise Risk Management activities.
4. Receive communication from the general auditor regarding reports submitted through the whistleblower hotline regarding allegations of fraud, corruption, noncompliance with internal controls, or accounting/auditing matters.

#### Internal Audit

1. Recommend approval of the internal audit charter by the board.
2. Ensure there are no unjustified restrictions or limitations, and review and concur in the appointment, replacement, or dismissal of the general auditor.
3. Approve the annual audit plan and all major changes to the plan.
4. Receive communications from the general auditor on the Auditing Services performance relative to its plan.
5. Review with the general auditor the internal audit budget, resource plan, activities, and organizational structure of the internal audit function.
6. Review the effectiveness of the internal audit function, including conformance with The Institute of Internal Auditors' Definition of Internal Auditing and Code of Ethics and the International Standards for Professional Practice of Internal Auditing.
7. On a regular basis, meet separately with the general auditor to discuss any matters that the committee or general auditor believes should be discussed privately.
8. Provide performance feedback relative to the general auditor to the general secretary for consideration for merit increases.
9. Receive, review and concur a remuneration range for the general auditor from the general secretary, which shall be consistent with the compensation methodology applicable to all World Headquarters employees.

#### External Auditors

1. Review the external auditors' proposed audit scope and approach, including coordination of audit efforts with internal audit.
2. Review the performance of the external auditor and recommend to the board the appointment or discharge of the auditors.
3. Review and confirm the independence of the external auditors by obtaining statements from the auditors on relationships between the auditors and RI and TRF and their affiliates, including non-audit services, and discussing the relationships with the auditors.
4. On a regular basis, meet separately with the external auditors to discuss any matters that the committee or auditors believe should be discussed privately.

#### Reporting Responsibilities

1. Regularly report to the RI board of directors and TRF trustees about committee activities, issues, and related recommendations.
2. Provide an open avenue of communication between internal audit, the external auditors, and the RI board of directors and TRF trustees.

#### Other Responsibilities

1. Perform other activities related to this charter as requested by the RI board of directors or The Rotary Foundation trustees.
2. Institute and oversee investigations as needed.
3. Review and assess the adequacy of the committee charter annually, requesting board approval for proposed changes, and ensure appropriate disclosure as may be required by law or regulation.
4. Confirm annually that all responsibilities outlined in this charter have been carried out.
5. Evaluate the committee's and individual members' performance on a regular basis.

*(May 2023 Mtg., Bd. Dec. 160)*

**Source:** May 2000 Mtg., Bd. Dec. 397;

**Amended by** August 2000 Mtg., Bd. Dec. 92; July 2004 Mtg., Bd. Dec. 13; November 2004 Mtg., Bd. Dec. 45; June 2005 Mtg., Bd. Dec. 340; November 2005 Mtg., Bd. Dec. 120; November 2007 Mtg., Bd. Dec. 32; January 2008 Mtg., Bd. Dec. 210; April 2008 Trustees Mtg., Dec. 106; June 2009 Mtg., Bd. Dec. 217; June 2010 Mtg., Bd. Dec. 182; June 2010 Mtg., Bd. Dec. 265; September 2011 Mtg., Bd. Dec. 140; June 2013 Mtg., Bd. Dec. 196; September 2016 Mtg., Bd. Dec. 28; June 2017 Mtg., Bd. Dec. 200; October 2022 Mtg., Bd. Decs. 30 and 39; May 2023 Mtg., Bd. Dec. 160

### **31.090. Joint Committees**

### **31.091. Joint DEI Advisory Council**

**Purpose:** Advises the Boards with respect to the implementation of a diversity, equity, and inclusion action plan.

**Composition:** 8 members. Members originally appointed jointly by the RI President and the Trustee Chair in consultation with the President-elect and the Trustee Chair-elect. Chair and Vice Chair appointed jointly by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect.

**Terms** shall be staggered, three-year terms. One or two members appointed annually by the RI President and TRF Chair.

**Membership** is limited to Rotarians and Rotaractors. At least one member must be a Rotaractor. Membership should be diverse including regionally. Members may not be reappointed.

The Task Force shall have one Board liaison and one Trustee liaison.

Expertise: Should have diversity, equity, and inclusion personal experience related to diversity, equity, and inclusion.

Responsibilities: Recommend a long-term DEI strategy for members and other participants. Monitor initial implementation of DEI strategy. The Advisory Council shall also:

- Recommend to the Board a strategy to improve the openness and appeal of Rotary to a more diverse participant base
- Identify support and learning for leaders, clubs, members, and other participants
- Recommend learning materials to assist Rotary leaders in appropriate conduct and communication to enhance our diversity, inclusiveness, and equity towards all of our participants, existing membership, and potential membership
- Recommend modifications to processes and structures that create barriers to participation in Rotary from underrepresented groups

The Task Force should collaborate with the Membership Growth Committee, the RI Programs Committee, and the Joint Operations Review Committee. (*April 2024 Mtg., Bd. Dec. 119*)

Source: October 2022 Mtg., Bd. Dec. 39.

Amended by October 2023 Mtg., Bd. Dec. 24; April 2024 Mtg., Bd. Dec. 119

### **31.092. Joint Learning Committee**

Purpose: Advises the Board and Trustees with respect to creating effective learning opportunities for Rotary leaders and members.

Composition: 8 members, 2-3 members appointed jointly annually by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect. Chair and Vice Chair appointed jointly by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect.

Terms shall be staggered, 3-year terms. Members may be re-appointed.

Membership may not include current RI Directors or current TRF Trustees. At least 2 of the members should be Rotaractors at the time they are appointed.

The Committee shall have one Board liaison and one Trustee liaison.

Expertise: Adult learning expertise within or outside Rotary, experience in the learning profession field including e-learning, experience with planning and implementing leadership development at the member, club, district, zone, and international levels. Members shall be selected to allow for a balance in Rotary leadership experience.

Responsibilities: The Committee shall:

- Give guidance to the Board and the Trustees and make recommendations as appropriate to create effective learning and leadership development opportunities for Rotary leaders and members
- Support self-driven learning models.
- Provides guidance on the roles and responsibilities for district leaders and advise on the district leadership plan
- Pro-actively consult with members and clubs to identify learning needs
- Review, monitor, and evaluate existing learning cycle and methods and tools to train Rotary members including Rotary leaders
- Advise on learning strategies to support our strategic plan including our commitment to diversity, equity, and inclusion
- Develop learning plans for the International Assembly, convention, and learning events for all regional leaders

The Committee should collaborate with any committees looking at learning opportunities on Rotary's Learning Center, requesting content to be added to a specific meeting, or creating new materials for members. (*April 2024 Mtg., Bd. Dec. 119*)

**Source:** October 2022 Mtg., Bd. Dec. 39.

**Amended by** April 2024 Mtg., Bd. Dec. 119

### **31.093. Joint Technology Committee**

**Purpose:** Advises the Board and the Trustees with respect to enhancing technology practice, products, and strategy to improve the member and participant experience at Rotary.

**Composition:** 6 to 8 members, with at least 2 members appointed jointly annually by the RI President and the Trustee Chair in consultation with the RI president-elect and the Trustee Chair-elect. Chair and Vice Chair appointed jointly by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect.

Terms shall be staggered, 3-year terms. Members may be re-appointed.

A majority of the members shall be Rotarians and Rotaractors. Non-Rotarian technology experts may be appointed.

The Committee shall have one Board liaison and one Trustee liaison.

**Expertise:** Technology development, security and data privacy, product and project management, user/participant experience.

**Responsibilities:** Advise the Board and the Trustees regarding technology strategies with a focus on significantly and rapidly improving the member and participant experience and effectiveness. The Committee shall also:

- Measure the effectiveness of existing technologies
- Survey and provide insight into the user experience
- Benchmark best practices around use of technologies focused on supporting membership and service organizations and the work they do
- Analyze the landscape on technology used at all levels of Rotary, particularly the club level
- Recommend technology enhancements to the Board and Trustees that encourage innovation

The Committee should collaborate with the RI Programs Committee and TRF Programs Committee with a focus on enhancing the participant experience. (*October 2022 Mtg., Bd. Dec. 39*)

**Source:** October 2022 Mtg., Bd. Dec. 39.

**Amended by** February 2025 Mtg., Bd. Dec. 76

#### **31.094. Joint Communications Committee**

**Purpose:** Advises the Board and Trustees with respect to Rotary's overall public image, branding, communications, content strategy, and approach.

**Composition:** 8 members, 2-3 members appointed jointly annually by the RI president and the Trustee Chair in consultation with the RI president-elect and the Trustee Chair-elect. Chair and Vice Chair appointed jointly by the RI President and the Trustee Chair in consultation with the RI President-elect and the Trustee Chair-elect.

Terms shall be staggered, 3-year terms. Members may be re-appointed.

Membership shall be limited to Rotarians and Rotaractors and may not include current RI Directors or TRF Trustees.

The Committee shall have one Board liaison and one Trustee liaison.

**Expertise:** Expertise in internal and external communications, marketing, public image, brand, and content strategy. Members shall be selected to allow for a balance in Rotary leadership experience.

**Responsibilities:** Provide guidance and advice to the Board and to the Trustees on Rotary's communications and marketing strategy and approach. The Committee shall also advise the Board and the Trustees on how Rotary can build its brand and convey its message both internally and externally effectively and consistently across all available communication channels using all available tools.

The Committee should collaborate with the Joint Strategic Planning Committee, Public Image Coordinators, the President-nominee and President-elect on Grow Rotary and other

strategies and messaging, the Joint Learning Committee, and Strategic Partners on joint messaging. (*October 2022 Mtg., Bd. Dec. 39*)

Source: October 2022 Mtg., Bd. Dec. 39.

### **31.100. Other Committees**

#### **31.101. Council Operations Committee**

Purpose: Oversees the operations of the Council on Resolutions and Council on Legislation.

Composition: 5 members, except in the year of the COL when there are 6 members. Appointed by the RI President in the year immediately prior to the COL. Chair is the Chair of the Councils. Vice Chair is the Vice Chair of the Councils. Members of the Constitution & Bylaws Committee shall be the other members of the committee.

Terms shall be 3 years. Appointments of members other than Chair and Vice Chair are staggered based upon membership on the Constitution & Bylaws Committee. The Chair and Vice Chair can be reappointed.

Membership shall be limited as specified above and is limited to Rotarians.

The Committee shall have no specific Board liaison and no specific Trustee liaison. Board and Trustee liaisons to the Constitution & Bylaws Committee may be invited to attend Council Operations Committee meetings.

Responsibilities: Recommending the order of consideration for the COL; drafting and revising amendments as necessary for the Council. The Committee shall also:

- Develop and recommend the order of consideration for legislation at the Council on Legislation
- Draft and revise amendments to correct defects identified by the committee or council in any legislation or amendments
- Make correlative amendments to the governing documents to give full effect to any adopted enactments and prepare reports to the Council on Legislation about any correlative amendments
- Oversee the physical arrangements of the COL as well as procedural aspects of the COL and COR meetings.

The Committee should collaborate with the Constitution and Bylaws Committee. (*October 2022 Mtg., Bd. Dec. 39*)

Source: October 2022 Mtg., Bd. Dec. 39.

**31.102. Current Year Convention Committee**

Purpose: Assists the RI President in planning the International Convention for the current year.

Composition: 6 members, including the chair of the host organization committee for the convention. Appointed by the RI President at the direction of the RI President-elect. Chair and Vice Chair appointed by the RI President at the direction of the RI President-elect. Executive Committee of the Board reviews eligible candidates for subcommittee chair each July, selecting ten to be shared with the RI President-nominee. Advisors may be appointed by the RI President at the direction and discretion of the RI President-elect subject to Board policy on the appointment of advisors. (All such appointments shall have been made for the preceding year when the Next Year Convention Committee was formed and shall continue until the end of the current year.)

Terms shall be 2 years. Members may be reappointed to future Convention Committees.

Membership shall be limited to Rotarians and Rotaractors.

The chair shall not be a member of or advisor to the HOC or appointed to the preceding year's Convention Committee.

The RI President is the Board liaison. The Trustee Chair is the Trustee liaison.

Expertise: The chair must have been a Director or have served on an RI or TRF committee in the previous ten years. The chair must have knowledge of and experience in planning the RI convention. The chair must have the ability to communicate in English.

Responsibilities: Shall assist the RI President in planning the convention for the current fiscal year. The committee shall also:

- Stimulate, inspire, and inform all members at an international level, as well as serve as a forum for advancing the strategic goals of RI in accordance with RI policies governing conventions
- Create a program that helps promote the priorities and goals of the RI Strategic Plan
- Oversee Convention program and logistics including pre-Convention and other associated events
- Oversee Convention budgeting and financial performance
- Share insights and lessons learned with next year's committee

The Committee should collaborate with the Joint Strategic Planning Committee and the Convention Host Organizing Committee. (*October 2022 Mtg., Bd. Dec. 39*)

Source: October 2022 Mtg., Bd. Dec. 39.

**31.103. Next Year Convention Committee**

**Purpose:** Assists the RI President-elect in planning the International Convention for the next year. (This committee shall become the Current Year Convention Committee at the beginning of the second year of its term.)

**Composition:** 6 members, including the chair of the host organization committee for the convention. Appointed by the RI President at the direction of the RI President-elect. Chair and Vice Chair appointed by the RI President at the direction of the RI President-elect. Executive Committee of the Board reviews eligible candidates for subcommittee chair each July, selecting ten to be shared with the RI President-nominee. Advisors may be appointed by the RI President at the direction and discretion of the RI President-elect subject to Board policy on the appointment of advisors.

Terms shall be 2 years. Members may be reappointed to future convention committees.

Membership shall be restricted to Rotarians and Rotaractors.

The chair shall not be a member of or advisor to the HOC or appointed to the preceding year's Convention Committee.

The RI President is the Board liaison. The Trustee Chair is the Trustee liaison.

**Expertise:** The chair must have been a Director or have served on an RI or TRF committee in the previous ten years. The chair must have knowledge of and experience in planning the RI convention. The chair must have the ability to communicate in English.

**Responsibilities:** Shall assist the RI President in planning the convention for the next fiscal year. The committee shall also:

- Stimulate, inspire, and inform all members at an international level, as well as serve as a forum for advancing the strategic goals of RI in accordance with RI policies governing conventions
- Create a program that helps promote the priorities and goals of the RI Strategic Plan
- Oversee Convention program and logistics including pre-Convention and other associated events
- Oversee Convention budgeting and financial performance
- Share insights and lessons learned with next year's committee

The Committee should collaborate with the Joint Strategic Planning Committee and the Convention Host Organizing Committee. (*October 2022 Mtg., Bd. Dec. 39*)

**Source:** October 2022 Mtg., Bd. Dec. 39.

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## ARTICLE 32. RI GENERAL SECRETARY

- 32.010.** Chief Executive Officer of RI
- 32.020.** Authority to Act on Behalf of Board
- 32.030.** General Secretary Authority to Act on Behalf of Board on Matters Relating to Rotary and Rotaract Clubs
- 32.040.** General Secretary Authority to Act on Behalf of Board on Matters Relating to Convention, Council on Legislation, and Council on Resolutions
- 32.050.** General Secretary Authority to Act on Behalf of Board on Matters Relating to Districts
- 32.060.** General Secretary Authority to Act on Behalf of Board on Matters Relating to Finance
- 32.070.** General Secretary Authority to Act on Behalf of Board on Matters Relating to General Administration
- 32.080.** General Secretary Authority to Act on Behalf of Board on Matters Relating to Rotary Literature, Documents and Translation
- 32.090.** General Secretary Authority to Act on Behalf of Board on Matters Relating to Programs

### **32.010. Chief Executive Officer of RI**

The general secretary is the chief executive officer of RI and The Rotary Foundation. As the chief executive officer, the general secretary shall implement the policies of RI, its Board of Directors, and its Foundation Trustees. *(October 2019 Mtg., Bd. Dec. 29)*

**Source:** March 1994 Mtg., Bd. Dec. 124;

**Amended by** November 2004 Mtg., Bd. Dec. 58; April 2016 Mtg., Bd. Dec. 157; October 2019 Mtg., Bd. Dec. 29.

**Affirmed by** June 1999 Mtg., Bd. Dec. 293

#### **32.010.1. Supervision of Secretariat**

The general secretary shall provide general supervision of all operations of the Secretariat, including but not limited to those functions related to finance, programs, communication, planning, The Rotary Foundation, and administrative matters. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** March 1994 Mtg., Bd. Dec. 124.

**Affirmed by** June 1999 Mtg., Bd. Dec. 293

#### **32.010.2. Long-Range Planning and Policy Formation**

The general secretary shall assist the Board and the Foundation Trustees in long-range planning and policy formation. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** March 1994 Mtg., Bd. Dec. 124

#### **32.010.3. Execution of Legal Documents**

The General Manager of the area substantially involved in the contract, or the general secretary, shall execute all legal documents and contracts on behalf of the association and its

Foundation. Changes to contracts must be approved by the general secretary or the General Manager. *(October 2013 Mtg., Bd. Dec. 30)*

**Source:** March 1994 Mtg., Bd. Dec. 124;

**Amended by** November 2002 Mtg., Bd. Dec. 87; October 2013 Mtg., Bd. Dec. 30.

**Affirmed by** June 1999 Mtg., Bd. Dec. 293

32.010.4. General Secretary Employment Tenure

The maximum length of the initial employment contract for a general secretary shall be three years. However, the employment contract for a general secretary who has served a term of at least three years may be extended by up to five years. *(June 2005 Mtg., Bd. Dec. 279)*

**Source:** June 1997 Mtg., Bd. Dec. 405;

**Amended by** June 2005 Mtg., Bd. Dec. 279

32.010.5. Procedures for Selection/Resignation/Termination of General Secretary

The Board of Directors of Rotary International shall be the sole body which is authorized to employ, review, terminate or accept the resignation of the general secretary. Pursuant to its authority under the RI Constitution, RI Bylaws, and laws of the State of Illinois, the Board has adopted the following “Procedures for the Selection/Termination of the general secretary.” These steps must be handled sequentially.

Selection

1. One year prior to expiration of the contract, the general secretary will notify the Executive Committee of the Board in writing as to whether or not he/she wishes to renew the contract as general secretary.
  - a. If a renewal is desired, the Executive Committee shall review the performance of the general secretary, including past performance reviews. The Executive Committee shall then report to the full Board who will decide whether to extend the contract. Before reaching a decision, the Board also may decide to open the position to a search;
  - b. If the Board agrees to extend the contract with the general secretary, the Executive Committee shall negotiate the new agreement as directed by the Board.
2. If the general secretary decides not to seek renewal of the contract, or if the Board does not extend the contract or desires to consider other candidates, the Executive Committee shall serve as a Search Committee. A member of The Rotary Foundation Board of Trustees shall be invited to serve as a member of the Search Committee.
  - a. The Search Committee shall retain an external executive recruiting and search firm to assist with the selection of the next general secretary;
  - b. Resumes will be sent to and collected by the external search firm. All resumes or summaries of the resumes will be forwarded to the Search Committee along with an analysis and recommendation of each candidate;

- c. The Search Committee will determine which candidates will be interviewed. Such candidates' expenses associated with the interview process will be covered pursuant to the RI Travel and Expense Policy;
- d. Working with the committee chair, the external search firm will schedule interviews with no fewer than five candidates;
- e. The Search Committee shall review the candidates' resumes, interview the candidates, and through its chair, present no fewer than three candidates to the Board. These three or more candidates shall be invited to appear before the full Board. The chair of the Executive Committee shall chair the interview process in full Board session;
- f. The full Board elects a new general secretary prior to 31 March pursuant to RI Bylaws section 6.040. The Executive Committee or a sub-group of the Executive Committee, plus other Directors as determined by the Executive Committee, shall form a committee to negotiate the contract. The General Counsel will work with the Executive Committee to engage a U.S. employment law attorney to assist the committee in its negotiations with the new general secretary. After negotiation, the contract shall be shared with the full Board.
- g. The contract must be signed by 30 April and becomes effective the following 1 July.

#### Resignation

In the event that the general secretary tenders his/her resignation from office, the letter of resignation shall be addressed and forwarded to all members of the Executive Committee of the Board. The Executive Committee shall then forward such resignation letter to the members of the Board. The Board shall direct the Executive Committee pertaining to such resignation. The Executive Committee shall represent the Board in all matters pertaining to the resignation, and report its actions to the Board.

#### Termination

*(Illinois is an "at-will" state in which an employee can be terminated or resign without reason or notice. However, employment contracts may define procedures for termination by either party.)*

1. Any member of the Board can make a written recommendation to the Executive Committee Chair to terminate employment of the general secretary. The Chair must pass the recommendation(s) to the Executive Committee.
2. If the Executive Committee decides not to act upon the recommendation for termination, it will inform the member of the Board of its decision in writing.
3. If the Executive Committee decides to seek termination, it shall, in accordance with procedures outlined in RI Bylaws section 5.040., invite the general secretary to appear before the full Board. If the Board subsequently concurs by majority vote to terminate employment, the President will inform the general secretary in writing.

4. The Executive Committee shall finalize any details regarding termination and report back to the Board.

*(April 2016 Mtg., Bd. Dec. 157)*

**Source:** August 1999 Mtg., Bd. Dec. 46;

**Amended by** May 2003 Mtg., Bd. Dec. 325; January 2011 Mtg., Bd. Dec. 119; April 2016 Mtg., Bd. Dec. 157

Cross-References

31.060.6. *Terms of Reference for the Executive Committee: Performance Evaluation of General Secretary*

**32.020. Authority to Act on Behalf of Board**

The general secretary, as the chief executive officer of RI, is authorized by the Board to make decisions on behalf of the Board when necessary. All such decisions shall be reported to the Board for ratification at each meeting. *(October 2019 Mtg., Bd. Dec. 29)*

**Source:** January 1933 Mtg., Bd. Dec. VI(a);

**Amended by** November 2004 Mtg., Bd. Dec. 58; October 2019 Mtg., Bd. Dec. 29.

**Affirmed by** June 1999 Mtg., Bd. Dec. 293.

See also November 1997 Mtg., Bd. Dec. 108

**32.030. General Secretary Authority to Act on Behalf of Board on Matters Relating to Rotary and Rotaract Clubs**

**32.030.1. Waiver or Remittance of Charter Fee**

The general secretary, acting on behalf of the Board, may waive or remit any part or all of the charter fee of any new club. *(October 2015 Mtg., Bd. Dec. 75)*

**Source:** January 1937 Mtg., Bd. Dec. 129; June 1977 Mtg., Bd. Dec. 19;

**Amended by** October 2015 Mtg., Bd. Dec. 75

**32.030.2. Excuse Payment of Rotary and Rotaract Club Invoices or Indebtedness**

The general secretary may excuse, delay, or reduce payment of Rotary or Rotaract club invoices when, in the general secretary's judgment, the recommendation of the governor and other circumstances in the case warrant such action. The general secretary may also excuse Rotary or Rotaract clubs from partial or a full payment of their indebtedness to Rotary when, in the general secretary's judgment, the recommendation of the governor and other circumstances warrant such action. *(April 2022 Mtg., Bd. Dec. 139)*

**Source:** January 1938 Mtg., Bd. Dec. 170;

**Amended by** October 2014 Mtg., Bd. Dec. 105; April 2016 Mtg., Bd. Dec. 157; April 2022 Mtg., Bd. Dec. 139

32.030.3. Excusing Financial Obligations in Merging Clubs

To facilitate and promote the merging of small clubs (20 or fewer members), the general secretary may excuse such clubs from payment of their past due financial obligations to RI. (*May 2011 Mtg., Bd. Dec. 238*)

**Source:** May 2011 Mtg., Bd. Dec. 238

32.030.4. Club Suspension, Termination, Resignation, and Reinstatement

1. The general secretary may suspend or terminate the membership of any Rotary or Rotaract club that fails to pay its dues or other financial obligations to RI or approved contributions to the district fund, pursuant to RI Bylaws section 3.020.1.
2. The general secretary may suspend the membership of any Rotary club that fails to report changes to its membership on a timely basis, pursuant to RI Bylaws section 3.020.2.
3. The general secretary may cancel Rotary or Rotaract club charters in an emergency.
4. The general secretary may reinstate the membership of any former Rotary or Rotaract club whose membership in RI was terminated because the club did not meet its financial obligations to RI, if such obligation has been met or satisfactory arrangements for payment have been made.
5. the general secretary may terminate clubs for failure to function according to the criteria established in section 2.010.1. of this Code.
6. the general secretary may approve the resignation of a Rotary or Rotaract club pursuant to RI Bylaws section 3.010.
7. the general secretary may terminate Rotary clubs at the request of a district governor if its membership falls below six members, pursuant to RI Bylaws section 3.020.4.

(*April 2023 Mtg., Bd. Dec. 127*)

**Source:** January 1954 Mtg., Bd. Dec. 100; March 1983 Mtg., Bd. Dec. 244; July 2003 Mtg., Bd. Dec. 17; June 2004 Mtg., Bd. Dec. 283;

**Amended by** January 2014 Mtg., Bd. Dec. 79; September 2016 Mtg., Bd. Dec. 28; October 2019 Mtg., Bd. Dec. 29; April 2022 Mtg., Bd. Dec. 139; April 2023 Mtg., Bd. Dec. 127

32.030.5. Amendments to Club Constitutions

The general secretary may approve amendments to club constitutions in the following circumstances:

- when such amendments tend to bring the document into closer harmony with the Standard Rotary Club Constitution.
- where necessary to comply with local laws.

(*April 2016 Mtg., Bd. Dec. 157*)

**Source:** October 1922 Mtg., Bd. Dec. 2(b); January 1961 Mtg., Bd. Dec. 117

**Amended by** April 2016 Mtg., Bd. Dec. 157

32.030.6. Changes in Rotary and Rotaract Club Names and Locality

The general secretary may approve changes in a Rotary club's name and/or locality, and a Rotaract club's name and/or base. *(April 2023 Mtg., Bd. Dec. 127)*

**Source:** October 1922 Mtg., Bd. Dec.(b);

**Amended by** November 2001 Mtg., Bd. Dec. 45; April 2023 Mtg., Bd. Dec. 127

32.030.7. Suspension of Meetings

The general secretary may authorize Rotary and Rotaract clubs in predominantly Muslim communities to suspend meetings during the month of Ramadan. *(April 2023 Mtg., Bd. Dec.127)*

**Source:** May 1954 Mtg., Bd. Dec. 205;

**Amended by** April 2023 Mtg. Bd. Dec. 127

32.030.8. Incorporation

The general secretary may approve requests from Rotary or Rotaract clubs for incorporation which are in conformity with the general provisions for articles of incorporation as adopted by the Board. *(April 2023 Mtg., Bd. Dec. 127)*

**Source:** July 1940 Mtg., Bd. Dec. 36;

**Amended by** April 2016 Mtg., Bd. Dec. 157; April 2023 Mtg., Bd. Dec. 127

32.030.9. Magazine Subscription Requirements

The general secretary may act on behalf of the Board to excuse clubs from complying with the provisions of RI's constitutional documents that requires all Rotarians to subscribe to *Rotary* magazine or an approved and prescribed certified regional magazine. *(January 2019 Mtg., Bd. Dec. 80)*

**Source:** November 1980 Mtg., Bd. Dec. 204(d);

**Amended by** January 2009 Mtg., Bd. Dec. 132; October 2018 Mtg., Bd. Dec. 68

32.030.10. Furnishing Rotary and Rotaract Club Officer Mailing Lists

Except where the distribution of membership lists is otherwise addressed by a section of this Code the general secretary may furnish mailing lists of Rotary and Rotaract club officers to various agencies and organizations, provided that: a) the purposes for which such lists may be provided must be clearly identified by the general secretary as being for the benefit of Rotary programs; and b) the recipients agree to use the lists only for the purpose provided and not to provide such lists to any third party or to use them for any commercial purpose. *(April 2023Mtg., Bd. Dec. 127)*

**Source:** June 1984 Mtg., Bd. Dec. 401.

**Affirmed by** February 1998 Mtg., Bd. Dec. 235;

**Amended by** February 2001 Mtg., Bd. Dec. 219; September 2011 Mtg., Bd. Dec. 34; April 2023 Mtg., Bd. Dec. 127

32.030.11. Merger of Rotary Clubs

The general secretary may act on behalf of the Board to approve applications for the merger of clubs submitted pursuant to RI Bylaws section 2.060. (*March 2005 Mtg., Bd. Dec. 178*)

**Source:** November 2004 Mtg., Bd. Dec. 136

**Amended by** March 2005 Mtg., Bd. Dec. 178

32.030.12. New Rotary and Rotaract Clubs

The general secretary shall have the responsibility for acting on behalf of the Board in admitting Rotary and Rotaract clubs to membership in RI. (*April 2023 Mtg., Bd. Dec. 127*)

**Source:** November 1979 Mtg., Bd. Dec. 220

**Amended by** April 2023 Mtg., Bd. Dec. 127

32.030.13. Use of Name “Rotary”

The general secretary may act on behalf of the Board in authorizing Rotary clubs to use the name "Rotary" in incorporating club or district foundation activities. (*June 2007 Mtg., Bd. Dec. 226*)

**Source:** May-June 1964 Mtg., Bd. Dec. 220

32.030.14. Amendment to Constitution for Fundraising

The general secretary is authorized to act on behalf of the board to consider an application from a club seeking to amend its constitution to provide authorization for the club to raise funds, where such constitutional provision is required by law. (*June 2007 Mtg., Bd. Dec. 226*)

**Source:** January 1958 Mtg., Bd. Dec. 112

**Amended by** June 2007 Mtg., Bd. Dec. 226

32.030.15. Suspension or Termination of Rotary and Rotaract Clubs for Failure to Comply with Foundation Stewardship Policies

The general secretary is authorized to act on behalf of the Board to suspend or terminate the membership of any Rotary or Rotaract club that retains in its membership any person who has, as determined by The Rotary Foundation Trustees, misused funds from The Rotary Foundation or who has otherwise breached the stewardship policies of The Rotary Foundation pursuant to RI Bylaws section 3.020.1. (*April 2023 Mtg., Bd. Dec. 127*)

**Source:** November 2010 Mtg., Bd. Dec. 98

**Amended by** April 2023 Mtg., Bd. Dec. 127

32.030.16. Disqualifying Candidates for Elective Office

The general secretary or the president is authorized to act on behalf of the Board to disqualify from election to office any Rotarian candidate on whose behalf a Rotarian or club takes legal

action in a manner inconsistent with the requirements of RI Bylaws section 13.030.5. *(September 2016 Mtg., Bd. Dec. 28)*

**Source:** June 2013 Mtg., Bd. Dec. 209;  
**Amended by** September 2016 Mtg., Bd. Dec. 28

**32.030.17. Suspension or Termination of Rotary or Rotaract Club for Legal Action**

The general secretary is authorized to act on behalf of the Board to suspend or terminate any Rotary or Rotaract club that takes legal action in a manner pursuant to RI Bylaws sections 3.020.1. and 13.030.5. *(April 2023 Mtg., Bd. Dec. 127)*

**Source:** June 2013 Mtg., Bd. Dec. 209;  
**Amended by** April 2016 Mtg., Bd. Dec. 157; September 2016 Mtg., Bd. Dec. 28; April 2023 Mtg., Bd. Dec. 127

Cross-References

2.010.1. *Failure to Function*  
9.030. *Status of Suspended Clubs*  
34.040. *Use of Name "Rotary"*

**32.040. General Secretary Authority to Act on Behalf of Board on Matters Relating to Convention, Council on Legislation, and Council on Resolutions**

**32.040.1. Selection of Council Representative in Ballot-by-Mail**

The general secretary may act on requests from districts to select the Council representative and the alternate in a ballot-by-mail in accordance with the provisions of RI Bylaws section 9.070. *(September 2016 Mtg., Bd. Dec. 28)*

**Source:** July 1958 Mtg., Bd. Dec. 36;  
**Amended by** September 2016 Mtg., Bd. Dec. 28

**32.040.2. Examining Proposed Legislation and Resolutions**

The general secretary may advise proposers of enactments or resolutions of any defects noted in the text of their respective proposals, pursuant to the provisions of RI Bylaws section 7.070., and section 8.080., on the advice of the Constitution and Bylaws Committee. *(September 2016 Mtg., Bd. Dec. 28)*

**Source:** May-June 1963 Mtg., Bd. Dec. 190;  
**Amended by** March 2005 Mtg., Bd. Dec. 178; June 2007 Mtg., Bd. Dec. 226; September 2016 Mtg., Bd. Dec. 28

Cross-References

57.020. *Host Organization Committee*  
57.030. *Convention Guidelines*  
57.040. *Convention Site Selection*  
57.050.1. *Attendance Guidelines: Partners of Deceased Rotarians*

- 58.020.            *Scheduling of International Assembly*
- 59.020.4.        *Financial Impact Statement at Council*
- 60.010.4.        *Rotary Institutes - Organization*

**32.050.            General Secretary Authority to Act on Behalf of Board on Matters Relating to Districts**

32.050.1.        Incorporation of Districts

The general secretary is authorized to act on behalf of the Board on all matters relating to incorporation of districts, including reviewing and accepting any application for incorporation. In the event of unusual circumstances requiring further statements of policy, the general secretary shall refer the issue to the Executive Committee. *(March 2005 Mtg., Bd. Dec. 199)*

**Source:** March 2005 Mtg., Bd. Dec. 199

32.050.2.        Extension of Time to Select Governor-Nominee

The general secretary may extend the time specified in RI Bylaws section 12.010. for the selection of a district governor-nominee if, in the general secretary's opinion, there is a good and sufficient reason to do so. *(February 2007 Mtg., Bd. Dec. 154)*

**Source:** February 2007 Mtg., Bd. Dec. 154

32.050.3.        Modification of District Boundary Description

The general secretary is authorized, acting on behalf of the Board, to approve all district boundary description changes where the district boundaries remain the same.

The general secretary is authorized to act on behalf of the Board to approve a minor district boundary modification affecting the transfer of up to ten clubs, or an area containing no Rotary club, from one district to a neighboring district. The boundary modification shall become effective 1 July following the decision. *(June 2013 Mtg., Bd. Dec. 196)*

**Source:** August 1999 Mtg., Bd. Dec. 80;

**Amended by** February 2007 Mtg., Bd. Dec. 189; June 2007 Mtg., Bd. Dec. 226; January 2008 Mtg., Bd. Dec. 196; January 2012 Mtg., Bd. Dec. 211; June 2013 Mtg., Bd. Dec. 196

Cross-References

17.020.5.        *General Secretary Authority to Allow Variations for Good Cause*

**32.060.            General Secretary Authority to Act on Behalf of Board on Matters Relating to Finance**

32.060.1.        Revision of RI Budget Appropriations

The general secretary may authorize reallocations of the approved budget in accordance with 68.010.2. *(June 2017 Mtg., Bd. Dec. 195)*

**Source:** May 1944 Mtg., Bd. Dec. 244;  
**Amended by** June 2017 Mtg., Bd. Dec. 195

32.060.2. Safeguarding RI Funds and Financial Obligations

In emergency situations the general secretary may make arrangements to safeguard the funds and financial obligations of RI and report to the Board at their next meeting. (*June 2017 Mtg., Bd. Dec. 195*)

**Source:** July 1976 Mtg., Bd. Dec. 78;  
**Amended by** June 2017 Mtg., Bd. Dec. 195.  
**Affirmed by** February 1998 Mtg., Bd. Dec. 235

32.060.3. Fiscal Agent Systems

When a country's financial conditions warrant, the Board may direct the general secretary to establish a fiscal agent system with attendant bank accounts, and provide periodic reports to the Finance Committee and the Board. When so directed, the general secretary shall have the authority to appoint and remove the fiscal agent. The general secretary is requested to consult with the director resident in the zone on proposed appointments. (*November 2002 Mtg., Bd. Dec. 172*)

**Source:** January 1948 Mtg., Bd. Dec. 114;  
**Amended by** July 1976 Mtg., Bd. Dec. 79; July 1981 Mtg., Bd. Dec. 54; November 1986 Mtg., Bd. Dec. 113;  
November 2002 Mtg., Bd. Dec. 172

32.060.4. Officer and Committee Member Expense Statements

The general secretary shall authorize payment of all expense statements of officers and committee members. When the general secretary determines that the amounts are excessive, the general secretary is instructed to withhold payment and bring the matter to the attention of the Executive Committee or Board. (*April 2016 Mtg., Bd. Dec. 157*)

**Source:** June 1932 Mtg., Bd. Dec. XIV (a) 4.  
**Amended by** April 2016 Mtg., Bd. Dec. 157.  
**Affirmed by** February 1998 Mtg., Bd. Dec. 235

32.060.5. Adjustment of Advertising Rates for *Rotary*

The general secretary may adjust advertising rates of *Rotary* to ensure the continued profitability of the magazine. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** February 1989 Mtg., Bd. Dec. 227

32.060.6. RI Travel Service

The general secretary may make any changes required in the relationship of RI staff with the approved travel agency staff to improve service levels and economies in the RI Travel Service. (*February 1999 Mtg., Bd. Dec. 196*)

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**Source:** June 1994 Mtg., Bd. Dec. 288.  
**Amended by** February 1999 Mtg., Bd. Dec. 196

- 32.060.7. Changing the Payment and Receipt of Money to US Dollars  
The general secretary may approve any requests for changing the payment and receipt of money from the local currency to US dollars. (*August 1999 Mtg., Bd. Dec. 43*)

**Source:** June 1999 Mtg., Bd. Dec. 338  
**Amended by** August 1999 Mtg., Bd. Dec. 43

- 32.060.8. Revising Rotary Funding for District Governors  
The general secretary is authorized to make revisions in individual funding for governors when, in the general secretary's opinion, all or part of such changes requested by the governor are justified and reasonable. (*February 2025 Mtg., Bd. Dec. 106*)

**Source:** January 1967 Mtg., Bd. Dec. 192  
**Amended by** April 2016 Mtg., Bd. Dec. 157; February 2025 Mtg., Bd. Dec. 106  
See also July 1996 Mtg., Bd. Dec. 8

- 32.060.9. Extension of Deadline for DG Funding Report or DG Expense Report  
The general secretary may extend the deadline for submission of the DG Funding Report from districts or the DG expense report from governors for good cause (*February 2025 Mtg., Bd. Dec. 106*)

**Source:** May 2003 Mtg., Bd. Dec. 409;  
**Amended by** June 2006 Mtg., Bd. Dec. 270; April 2016 Mtg., Bd. Dec. 157; February 2025 Mtg., Bd. Dec. 106

- 32.060.10. Disbursement of Rotary Funding to Governors  
The general secretary is authorized to disburse less than 100% of the funding available to governors if deemed necessary to maintain appropriate controls and stewardship over large total individual governor funding amounts. If funding is not made to a district account, the general secretary may approve other arrangements based on established criteria for exceptions, including documentation of legal, banking or other restrictions. (*February 2025 Mtg., Bd. Dec. 106*)

**Source:** June 1998 Mtg., Bd. Dec. 396; June 2005 Mtg., Bd. Dec. 329;  
**Amended by** April 2016 Mtg., Bd. Dec. 157; February 2025 Mtg., Bd. Dec. 106

Cross-References

- 66.010. *Annual Report*  
66.030.2. *Exchange Rates for Payment to RI*  
66.050. *Contracts*  
68.020. *Authority to Exceed RI Budget*  
69.030.3. *Schedule of Reimbursement to Governors*  
69.030.4. *Procedure for Revising Governors' Budgets*

**32.070. General Secretary Authority to Act on Behalf of Board on Matters Relating to General Administration**

32.070.1. Delegation of Duties to Secretariat Staff

As advisable and necessary, the general secretary may delegate to appropriate Secretariat staff any authority delegated to the general secretary by the Board to make decisions on behalf of the Board in certain matters and certain circumstances. *(October 2019 Mtg., Bd. Dec. 29)*

**Source:** June 1938 Mtg., Bd. Dec. 266; May-June 1940 Mtg., Bd. Dec. 324; November 1983 Mtg., Bd. Dec. 82.  
**Amended by** November 1986 Mtg., Bd. Dec. 113; July 1990 Mtg., Bd. Dec. 16; October 2013 Mtg., Bd. Dec. 30; October 2019 Mtg., Bd. Dec. 29

32.070.2. Emergency Committee Recommendations

Within existing policies, the general secretary may act with the president on emergency recommendations of any committee, in the event the Board or Executive Committee is not to meet within reasonable time after the committee meeting. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** January 1946 Mtg., Bd. Dec. 156

32.070.3. Mediation and Arbitration Guidelines

The general secretary is authorized to act on behalf of the Board regarding the setting of dates for mediation and/or arbitration pursuant to RI Bylaws section 24.010. and any matters pertaining to the procedure for the mediation and arbitration of disputes that are not otherwise addressed in RI Bylaws Article 24. *(June 2008 Mtg., Bd. Dec. 227)*

**Source:** January 2008 Mtg., Bd. Dec. 155  
**Amended by** June 2008 Mtg., Bd. Dec. 227

32.070.4. Cost Sharing Ratio for RI Health Insurance Plan

The Board grants discretion to the general secretary to determine the cost sharing ratio for group health insurance. *(January 2009 Mtg., Bd. Dec. 132)*

November 2008 Mtg., Bd. Dec. 49  
**Amended by** January 2009 Mtg., Bd. Dec. 132

**32.080. General Secretary Authority to Act on Behalf of Board on Matters Relating to Rotary Literature, Documents, and Translation**

32.080.1. Publication Production

Except where publication of a pamphlet has been authorized by specific decision of the Board or the convention, the general secretary shall make the following decisions: when a new pamphlet shall be published, the language in which it shall be published, and when the publication of any existing pamphlet shall be discontinued. *(February 2002 Mtg., Bd. Dec. 216)*

**Source:** June 1938 Mtg., Bd. Dec. 308; May-June 1966 Mtg., Bd. Dec. 292;  
**Amended by** February 2002 Mtg., Bd. Dec. 216

32.080.2. Publications Priority List

The general secretary shall remove publications from or add publications to the priority list in order to keep the list current and in harmony with the importance of RI programs. *(February 2002 Mtg., Bd. Dec. 216)*

**Source:** March 1986 Mtg., Bd. Dec. 207.  
**Amended by** November 1986 Mtg., Bd. Dec. 113; February 2002 Mtg., Bd. Dec. 216

32.080.3. Ownership of Original Work

1. The copyright to any original work of authorship created by a Rotarian, who is not an employee of Rotary International, is owned by that Rotarian, unless agreed upon otherwise between such Rotarian and Rotary International.
2. Notwithstanding the above, the copyright to any original work of authorship created by a Rotarian, who, although not an employee of Rotary International, has created the work as an agent of Rotary International, is owned by Rotary International.

*(November 1999 Mtg., Bd. Dec. 175)*

**Source:** November 1999 Mtg., Bd. Dec. 175

32.080.4. Translations of Rotary Literature

The general secretary is authorized, on behalf of the Board, to approve translations of Rotary literature.

The general secretary is authorized, where it appears necessary or advisable to modify text in order to make a publication generally more useful to clubs within a district or a group of districts, to approve the full text of any such changes, in English, prior to such changes being made. *(June 2007 Mtg., Bd. Dec. 226)*

**Source:** April 1930 Mtg., Bd. Dec. IV(p); January 1958 Mtg., Bd. Dec. 142;  
**Amended by** January 1974 Mtg., Bd. Dec. 149.  
**Reaffirmed by** November 1997 Mtg., Bd. Dec. 108

Cross-References

- 48.020.1. *Role of General Secretary in Translation of RI Literature*  
48.020.2. *Use of Rotarian Volunteers in Translating*

**32.090. General Secretary Authority to Act on Behalf of Board on Matters Relating to Programs**

32.090.1. Recognition and Termination of Rotaract Multidistrict Information Organizations

The general secretary is authorized to recognize and terminate Rotaract Multidistrict Information Organizations on behalf of the Board. (*June 2007 Mtg., Bd. Dec. 226*)

**Source:** November 2006 Mtg., Bd. Dec. 74

**Amended by** June 2007 Mtg., Bd. Dec. 226

32.090.2. INTEROTA Conference

The general secretary is authorized to approve requests to host the triennial Rotaract conference known as INTEROTA on behalf of the Board. (*June 2005 Mtg., Bd. Dec. 271*)

**Source:** March 2005 Mtg., Bd. Dec. 217

32.090.3. Rotary Youth Exchange Certification

The Board delegates authority to the general secretary to manage the district certification program to:

- Grant certification, provisional certification, conditional certification to districts or portions of districts, including outbound-only certification.
- Rescind certification, provisional certification, conditional certification to districts.
- Grant waivers to districts.

(*January 2017 Mtg., Bd. Dec. 87*)

**Source:** June 2007 Mtg., Bd. Dec. 274;

**Amended by** January 2017 Mtg., Bd. Dec. 87

32.090.4. Multidistrict Youth Exchange

The general secretary is authorized, acting on behalf of the Board, to approve participation by districts in multidistrict youth exchange activities or projects.

The general secretary may remove a district from a multidistrict Youth Exchange activity upon request of the multidistrict organization's governing body with or without the consent of the district governor of the district being removed.

The general secretary may remove a district from a multidistrict Youth Exchange activity upon notice that they have failed to comply with the district certification program with or without the consent of the district governor. (*January 2017 Mtg., Bd. Dec. 87*)

**Source:** May 1979 Mtg., Bd. Dec. 355; November 2004 Mtg., Bd. Dec. 108; January 2017 Mtg., Bd. Dec. 87;  
**Amended by** November 2001 Mtg., Bd. Dec. 45

32.090.5. Global Networking Groups

The general secretary may approve applications to incorporate global networking groups. *(June 2006 Mtg., Bd. Dec. 220)*

**Source:** January 1976 Mtg., Bd. Dec. 161;  
**Amended by** June 2006 Mtg., Bd. Dec. 220

32.090.6. Recognition of Rotary Fellowships

The general secretary is authorized to recognize Rotary Fellowships on behalf of the Board. *(September 2020 Mtg., Bd. Dec. 23)*

**Source:** October 2013 Mtg., Bd. Dec. 43;  
**Amended by** October 2015 Mtg., Bd. Dec. 58; April 2019 Mtg., Bd. Dec. 142

32.090.7. Suspension of Services to Fellowships

The general secretary, acting on behalf of the Board, may suspend services provided to a fellowship, with or without the consent of the fellowship's officers or members, for failure to function in accordance with RI policy. *(June 2017 Mtg., Bd. Dec. 149)*

**Source:** June 2004 Mtg., Bd. Dec. 257;  
**Amended by** June 2017 Mtg., Bd. Dec. 149

32.090.8. Termination of a Suspended Fellowship's Recognition

The general secretary, acting on behalf of the Board, may terminate a suspended fellowship's recognition, with or without the consent of the fellowship's officers or members, for failure to reinstate. *(June 2017 Mtg., Bd. Dec. 149)*

**Source:** November 1989 Mtg., Bd. Dec. 96;  
**Amended by** May 2003 Mtg., Bd. Dec. 381; January 2017 Mtg., Bd. Dec. 113

32.090.9. Termination of a Rotary Fellowship

The general secretary, acting on behalf of the Board, may terminate a Rotary Fellowship in cases where the group has decided to voluntarily disband. *(June 2017 Mtg., Bd. Dec. 149)*

**Source:** November 2005 Mtg., Bd. Dec. 78;  
**Amended by** June 2017 Mtg., Bd. Dec. 149

32.090.10. Suspension of Rotary Action Groups

The general secretary, acting on behalf of the Board, may suspend services provided to a Rotary Action Group, with or without the consent of the group's officers or members, for failure to function in accordance with RI policy. *(June 2017 Mtg., Bd. Dec. 149)*

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**Source:** June 2005 Mtg., Bd. Dec. 302;  
**Amended by** June 2017 Mtg., Bd. Dec. 149

32.090.11. Reinstatement of Suspended Rotary Action Groups

The general secretary, acting on behalf of the Board, may reinstate a suspended Rotary Action Group. (*June 2017 Mtg., Bd. Dec. 149*)

**Source:** January 2017 Mtg., Bd. Dec. 113  
**Amended by** June 2017 Mtg., Bd. Dec. 149

32.090.12. Termination of Rotary Action Groups

The general secretary may, acting on behalf of the Board, terminate a Rotary Action Group in cases where the group has decided to voluntarily disband. (June 2017 Mtg., Bd. Dec. 149)

**Source:** November 2005 Mtg., Bd. Dec. 78;  
**Amended by** June 2017 Mtg., Bd. Dec. 149

32.090.13. Notification to District Governors of Termination or Suspension

The general secretary, acting on behalf of the Board, may notify district governors of terminations or suspensions as appropriate. (*June 2017 Mtg., Bd. Dec. 149*)

**Source:** January 2011 Mtg., Bd. Dec. 137;  
**Amended by** January 2017 Mtg., Bd. Dec. 113

32.090.14. Global Networking Group Name Changes

The general secretary is authorized to approve changes to the official name of any Global Networking Group on behalf of the Board, provided that the name is in accordance with RI policy. (*October 2014 Mtg., Bd. Dec. 82*)

**Source:** October 2014 Mtg., Bd. Dec. 82

32.090.15. Service Awards

The general secretary is authorized to deem ineligible any nomination of a Rotarian who is prohibited from participating in the programmatic activities of Rotary International or The Rotary Foundation at the time of selection.

The general secretary is further authorized to rescind an individual's Service Above Self Award if requested by the nominator and in consultation with the director of the zone, provided the award has not been presented or announced publicly and there are extraordinary circumstances that warrant such action. The general secretary may also rescind the service awards from past recipients provided there are extraordinary circumstances that warrant such action. The general secretary shall notify the president whenever a service award is rescinded. (*October 2019 Mtg., Bd. Dec. 67*)

**Source:** June 2005 Mtg., Bd. Dec. 301;  
**Amended by** November 2008 Mtg., Bd. Dec. 66; October 2019 Mtg., Bd. Dec. 67

32.090.16. Collaborating Organizations

The general secretary is authorized to determine designation criteria for collaborating organizations and to oversee their selection and approval. (*January 2019 Mtg., Bd. Dec. 80*)

**Source:** October 2018 Mtg., Bd. Dec. 47

**Amended by** January 2019 Mtg., Bd. Dec. 80

Cross-References

34.030.7. *Use of the Rotary Emblem with Program Emblems*

41.050.23. *Multidistrict Youth Exchange Program*

42.020.11. *Suspension and Termination of Recognition*

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## ARTICLE 33. RI SECRETARIAT

- 33.010. Policies and Benefits Affecting Secretariat Staff
- 33.020. Staff Outside Involvement with Rotary
- 33.030. Secretariat International Offices
- 33.040. Deadlines for Receipt of Documents

### 33.010. Policies and Benefits Affecting Secretariat Staff

#### 33.010.1. Compensation Strategy

To assure that Rotary is able to recruit, motivate, reward, recognize, and retain highly talented employees who possess the skills necessary to carry out the work of Rotary, our compensation strategy is to compensate our employees fairly by targeting the middle of the labor market (50<sup>th</sup> percentile), whereby half of employers with comparable jobs pay less and half pay more. Rotary competes for talent among for-profit and not-for-profit industries and organizations in the locations where Rotary has employees. As such, our labor market is defined as:

- National data w/no geographic differential for executive roles only
- Local data w/geographic differential for all non-executive staff
- 50% for profit
- 50% not-for-profit

Rotary utilizes multiple sources of compensation comparability data. Such sources are reviewed and approved by the Operations Review Committee and approved by the Executive Committee.

As the cost of labor increases with annual salary adjustments made by employers with whom Rotary competes for talent, our compensation strategy is to ensure that Rotary's wages maintain parity with market. Therefore, annual increases to the organization's salary budget for the express purpose of issuing performance-based merit increases to employees' base salaries shall be determined by the salary budget increase projection survey sources approved by the Operations Review Committee and the Executive Committee of the Board. Such sources are reviewed and approved by the Operations Review Committee and form the basis for salary budget assumptions for each fiscal year. (*April 2021 Mtg., Bd. Dec. 146*)

Source: April 2021 Mtg., Bd. Dec. 146

#### 33.010.2. Equal Opportunity Employment

The Board adopted the following statement of policy relating to equal opportunity employment and affirmed that this has been, is and shall continue to be, the policy of RI with respect to its employment practices.

Rotary International is an equal opportunity employer, and, accordingly, in its employment and personnel practices and procedures, does not discriminate because of race, color,

religion, national origin, ancestry, sex, sexual orientation, gender identity, gender expression, marital status, veteran status, disability, or age, and is in full compliance with all other applicable federal, state and local laws where Rotary has employees.

The general secretary is responsible for implementing this policy. *(April 2021 Mtg., Bd. Dec. 146)*

**Source:** March 1990 Mtg., Bd. Dec. 194;

**Amended by** April 2021 Mtg., Bd. Dec. 146

33.010.3. Open Recruitment Policy

RI shall operate an open recruitment policy which requires the internal communication of all vacancies. Nothing in this decision shall limit the transfer, promotion or posting of staff within a re-organization scheme or individual planned career development program. *(April 2021 Mtg., Bd. Dec. 146)*

**Source:** July 1995 Mtg., Bd. Dec. 8;

**Amended by** April 2021 Mtg., Bd. Dec. 146

33.010.4. Employment Contracts for RI Staff

Any employment contracts or agreements for U.S.-based employees must be entirely reviewed and specifically approved by the Board. Such authority is not delegated to the Executive Committee or to any officer. Employment contracts or agreements for Rotary employees in countries where employment contracts are standard, shall use a standard contract template for all employees in each location that provides the same rules of employment for all similarly situated employees. Such authority is delegated to the General Secretary, who may designate Rotary's top human resources official as a signatory. *(April 2021 Mtg., Bd. Dec. 146)*

**Source:** February 1996 Mtg., Bd. Dec. 238;

**Amended by** April 2021 Mtg. Bd. Dec. 146

33.010.5. Employee Assistance Program

An employee assistance program shall be maintained at RI expense. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1990 Mtg., Bd. Dec. 305

33.010.6. RI Staff Retirement Plan Committee Charter

The RI Board has delegated all fiduciary and settlor authority and responsibility, including the investment and management of the assets of the Rotary International 401(k) Plan (the Plan), to the Rotary International World Headquarters Retirement Plan Committee (RPC).

The committee is constituted as follows:

- The RPC shall be responsible for the Plan’s operation and administration in accordance with applicable law and the Plan’s legal documents, shall be the Plan’s “named fiduciary” (within the meaning of the United States’ Employee Retirement Income Security Act of 1974 (ERISA)), and shall exercise its rights and duties for the Plan’s administration and operation as specified under applicable law or the applicable Plan documents
- The RPC shall be responsible for deciding (in accordance with the Plan’s terms) benefit claims and appeals of benefit claim decisions under the Plan
- Effective 1 January 2016, individuals maintaining the following RI positions shall constitute the RPC’s membership: the Chief Financial Officer; the top human resources official; the individual managing WHQ employee benefits; and the Director, Investments & Treasury except that, in no event, shall the RPC have authority to adopt any Plan amendment that would modify the structure of RI’s funding obligations under the Plan or that would otherwise materially restructure the Plan.

The RPC is authorized to establish or amend a charter setting forth rules concerning its manner of action and any rules or procedures deemed necessary or advisable to enable it to carry out its responsibilities under the Plan. *(April 2021 Mtg., Bd. Dec. 146)*

**Source:** October 2015 Mtg., Bd. Dec. 41;

**Amended by** April 2021 Mtg., Bd. Dec. 146

33.010.7. Staff Group Insurance Plan

Participation by World Headquarters staff in a health insurance plan shall be on a voluntary basis provided the employee has health insurance coverage by some other source. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** July 1989 Mtg., Bd. Dec. 46

33.010.8. Automobile Reimbursement Policy

For all those authorized to travel at the expense of RI, reimbursement for travel by automobile shall be at the established current mileage rate, plus actual EN route stopover expenses. The total of such reimbursement shall not exceed the amount of round-trip air fare calculated in accordance with the established policy for reimbursement of air transportation expense. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1984 Mtg., Bd. Dec. 403

33.010.9. Dental Insurance Plan for Staff

Dental insurance coverage shall be included as a part of the World Headquarters employees’ health insurance program. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1981 Mtg., Bd. Dec. 455

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33.010.10. Recognition Event for Staff

A recognition event for staff having been employed at RI for specified periods will be held annually. An appropriate amount shall be included annually in the RI budget to cover the cost of such event. *(April 2021 Mtg., Bd. Dec. 146)*

**Source:** October 1983 Mtg. Dec. of Exec. Comm. E-13;

**Amended by** April 2021 Mtg., Bd. Dec. 146

33.010.11. Recognition for Outstanding Staff Community Service

The Board has established a recognition for Outstanding Staff Community Service. *(April 2016 Mtg., Bd. Dec. 166)*

**Source:** June 1997 Mtg., Bd. Dec. 304;

**Amended by** April 2016 Mtg., Bd. Dec. 166

33.010.12. Staff Tuition Reimbursement Program

An employee tuition reimbursement program shall be maintained at RI expense. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** November 1987 Mtg., Bd. Dec. 203

33.010.13. Long-Term Disability Benefits

After a U.S.-based RI employee has been receiving long-term disability benefits for six months, the staff member's employment will be terminated and the staff member will be responsible for all benefit plan costs. Prior to termination, the staff member may elect to continue in the RI group health plan for 18 months as a direct pay member provided by the US Consolidated Omnibus Budget Reconciliation Act (COBRA) regulations. After 18 months as a direct pay member under COBRA regulations, the person may convert to individual coverage at individual rates. *(April 2021 Mtg., Bd. Dec. 146)*

**Source:** October 1989 Mtg., Bd. Dec. 114;

**Amended by** April 2021 Mtg., Bd. Dec. 146

33.010.14. Liability Insurance for Staff

RI shall provide personal injury and property damage liability insurance for staff members on Rotary business trips. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** November 1979 Mtg., Bd. Dec. 248

33.010.15. 401(k) Match

There shall be an employer match of 3.5% of employee contributions to the RI 401(k) plan for U.S.-based employees. *(April 2021 Mtg., Bd. Dec. 146)*

**Source:** June 1998 Mtg., Bd. Dec. 398;

**Amended by** February 2007 Mtg., Bd. Dec. 214; June 2008 Mtg., Bd. Dec. 227; April 2021 Mtg., Bd. Dec. 146

33.010.16. Employee Vacation Pay for Time Not Taken

The general secretary may authorize, under certain circumstances and where allowed by local laws, employee vacation pay for time not taken. (*August 1999 Mtg., Bd. Dec. 43*)

**Source:** February 1999 Mtg., Bd. Dec. 271

**Amended by** August 1999 Mtg., Bd. Dec. 43

33.010.17. Review of Compensation to General Secretary and General Managers

In order to assure compliance with United States income tax statutes, the Executive Committee, in a manner consistent with United States Treasury Regulation Section 53.4958-6, or any successor regulations that may be in effect from time to time, shall review the amounts paid to individuals on staff who are considered to be “disqualified persons” under IRS guidelines, so as to assure that such payments are "reasonable," as that term is defined in the regulation.

This matter shall be reviewed annually at the Board’s final meeting of each year as part of the general review of the reasonableness of the maximum compensation that may be paid to disqualified persons on staff. (*April 2021 Mtg., Bd. Dec. 146*)

**Source:** June 2001 Mtg., Bd. Dec. 450;

**Amended by** April 2021 Mtg., Bd. Dec. 146

33.010.18. Hiring or Termination of Key Employees

The procedures relative to hiring or termination of key employees shall be as follows:

1. With regard to the position of general counsel, any decision relative to hiring or termination of the individual holding this position shall be made by the general secretary subject to approval by the Executive Committee of the Board.
2. With regard to the position of internal audit manager, any decision relative to the hiring or termination of the individual holding this position shall be made by the general secretary subject to the approval of the Executive Committee of the Board in consultation with the Audit Committee.
3. With regard to the position of deputy general secretary and any general manager position, any decision relative to the hiring of an individual to hold one of these positions shall be made by the general secretary subject to the approval of the Executive Committee of the Board, provided that the general secretary shall also consult the chair of the Foundation Trustees if such action applies to any general manager assigned to work full time for The Rotary Foundation of RI.

(*April 2021 Mtg., Bd. Dec. 146*)

**Source:** May 2011 Mtg., Bd. Dec. 198;

**Amended by** May 2014 Mtg., Bd. Dec. 113; April 2016 Mtg., Bd. Dec. 157; April 2021 Mtg., Bd. Dec. 146

33.010.19. Standard of Conduct for Interactions with Secretariat Staff

RI is committed to maintaining a professional work environment for its employees. Rotarians are expected to interact with staff members in a professionally respectful, collaborative, and courteous manner, whether such interaction be in person, or by telephone, email, or other form of communication, and whether the interaction occurs in an RI office, at a Rotary event or function or elsewhere. If an employee believes that he/she has been mistreated or observes mistreatment of another staff member by a Rotarian in connection with Rotary business, then the employee is encouraged to report the alleged mistreatment to his or her manager or another manager within Rotary.

Furthermore, RI is also committed to maintaining a work environment that is free of any form of harassment, whether harassment is initiated by Rotarians, other volunteers, employees, vendors, or others with whom employees have contact while performing their jobs. RI will take appropriate measures to prevent and/or stop any such harassment. If an employee believes that he/she has been harassed in connection with Rotary business, then the employee is encouraged to report the alleged harassment to his or her manager or another manager within Rotary. *(September 2016 Mtg., Bd. Dec. 28)*

**Source:** April 2016 Mtg., Bd. Dec. 164

**Amended by** September 2016 Mtg., Bd. Dec. 28

**33.020. Staff Outside Involvement with Rotary**

33.020.1. Rotary Club Membership and Reimbursement of Expenses

The Board encourages qualified RI staff members to become Rotarians. With the prior approval of the general secretary, RI will reimburse staff Rotarians the cost of the annual dues charged by a Rotary club and all meals connected with attendance at regular club meetings, including makeup of attendance at meetings of other clubs. In exceptional circumstances, the general secretary may authorize reimbursement of additional expenses. *(April 2018 Mtg., Bd. Dec. 141)*

**Source:** November 1999 Mtg., Bd. Dec. 255;

**Amended by** April 2016 Mtg., Bd. Dec. 157; April 2018 Mtg., Bd. Dec. 141

33.020.2. Attendance of Staff at Rotary Events

The policy for staff attendance at Rotary events is as follows:

All invitations for RI staff members to attend any Rotary institute, club or district function or any other Rotary meeting or event shall be sent to the general secretary, who shall determine whether such invitations should be accepted and which staff member(s) should attend which meeting or event. In making such determinations, the general secretary shall be satisfied that the requested attendance could enhance the work of the staff member(s) assigned or that the meeting or event itself is of such significance that staff representation could be considered complementary to the public relations, field service or other program objectives or the association.

For Rotary institutes, RI normally will pay the expenses of only one staff member to such institute, except for staff attending to conduct seminars or other events arranged by RI, or when the attendance of additional staff is consistent with the achievement of any authorized program activity for which funds have been appropriated and are available. The expenses of other staff invited and assigned by the general secretary to an institute shall be borne by that institute. Staff attendance at club or district functions shall be at no or minimal expense to RI.

Where practical, staff attendance at all club, district, regional/zone or other Rotary meetings or events shall be combined with other official travel by such staff. *(June 1998 Mtg., Bd. Dec. 348)*

Source: July 1989 Mtg., Bd. Dec. 83

Cross-References

*69.020.10. RI Staff Travel*

**33.030. Secretariat International Offices**

**33.030.1. Support from International Offices**

The general secretary shall monitor the operation of International Offices and make necessary adjustments in the allocation of responsibilities assigned to the respective International Offices so that the services provided to clubs and districts are rendered in the most cost-effective manner possible.

Because a significant part of the work of international offices relates to The Rotary Foundation, TRF should be involved in all discussions and decisions regarding changes and operational performance in international offices. *(April 2016 Mtg., Bd. Dec., 157)*

Source: July 1989 Mtg., Bd. Dec. 47;

Amended by February 2001 Mtg., Bd. Dec. 276; April 2016 Mtg., Bd. Dec. 157

**33.030.2. Report on International Office Operations**

The general secretary shall provide an annual detailed report on International Office operations to the Board and The Rotary Foundation Trustees. *(August 2000 Mtg., Bd. Dec. 43)*

Source: May 2000 Mtg., Bd. Dec. 376

Amended by August 2000 Mtg., Bd. Dec. 43

**33.030.3. Audit of International Offices**

Audit Services shall conduct or oversee an audit or limited review of each international office as necessary, based on a risk assessment approach supervised and authorized by the general auditor, general secretary, and the RI Audit Committee. All offices should be audited not less

than once every seven years, with interim limited reviews as necessary. (*October 2013 Mtg., Bd. Dec. 30*)

**Source:** February 2001 Mtg., Bd. Dec. 276;

**Amended by** June 2006 Mtg., Bd. Dec. 277; June 2007 Mtg., Bd. Dec. 226; October 2013 Mtg., Bd. Dec. 30

33.030.4. Establishment of Additional International Offices

Before implementation, proposals for any new International Offices shall be reviewed by the Finance Committee for recommendation to the Board. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** January 1989 Mtg., Bd. Dec. 256

**33.040. Deadlines for Receipt of Documents**

In relation to the receipt of various kinds of documents as specified in the constitutional documents of RI by specified deadline dates, the general secretary shall accept as valid all documents received on the first day on which the office is open for business after a specified deadline date, if the office is not open for business during the actual day of the deadline. (*February 2003 Mtg., Bd. Dec. 194*)

**Source:** February 1984 Mtg., Bd. Dec. 284

**Amended by** February 2003 Mtg., Bd. Dec. 194

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## ARTICLE 34. ROTARY MARKS

- 34.005. Definition of Rotary Marks
- 34.010. Registration of Rotary Marks
- 34.020. Permission to Use Rotary Marks
- 34.030. Use of Emblem
- 34.040. Use of Name
- 34.050. Use of Stationary
- 34.060. Other Rotary Emblems
- 34.070. Reproduction of the 4-Way Test
- 34.080. Rotary Mottos

### 34.005. Definition of Rotary Marks



























The "Rotary Marks" include all of the below listed word and design marks, as well as their various translations, plus the annual RI Convention logos, among numerous others. These marks are trademarks and service marks owned by Rotary International and used by Rotary clubs, Rotary districts, and other Rotary Entities under guidelines promulgated by the Board, which is entrusted with authority to maintain, preserve and otherwise protect the use of RI's intellectual property marks under section 19.010. of the bylaws of the association. Rotary clubs, Rotary districts, and other Rotary Entities are encouraged to use the Rotary Marks under RI guidelines. However, global ownership rights remain with RI in accordance with the bylaws in order to maintain the integrity and exclusivity of ownership of the Rotary Marks and to preserve and protect them for use by Rotarians throughout the world. (RIB 19.010.) The registration of RI's intellectual property by RI enhances the association's exclusive use of the marks and strengthens RI's position to prevent misuse by other individuals and entities. Rotary Entities and Rotarians are therefore asked not to apply for trademark registration of the Rotary Marks or any translations, abbreviations, or portions thereof.

<i>Brasil Rotário</i> ®	CAMBERWELL ROTARY ART SHOW
CENTRE D'ETUDES INTERNATIONALES SUR LA PAIX ET LA RESOLUTION DES CONFLITS®	CENTRE ROTARY D'ETUDES INTERNATIONALES SUR LA PAIX ET LA RESOLUTION DES CONFLITS ®
<i>Colombia Rotária</i> ®	Doing Good In The World
<i>El Rotario De Chile</i> ®	<i>El Rotario de Peruano</i> ®
<i>España Rotaria</i> ®	End Polio Now
Interact ®	Interact Club ®
International H2O Collaboration	Interota ®
<i>Jornal Do Rotariano</i> ®	KALEIÇI ROTARY KULÜBÜ 1991 and Design
KALEIÇI ROTARY KULÜBÜ AKDENİZ ULUSLARARASI YÜKSEKÖGRETİM TANITIM GÜNLERİ and Design	One Profits Most Who Serves Best

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Paul Harris ®	Paul Harris Fellow ®
Paul Harris Society	People of Action
<i>Philippine Rotary</i> ®	<i>Portugal Rotário</i> ®
PolioPlus ®	PPH
Preserve Planet Earth	RCC
RDU ®	RDU Supplies ®
<i>Revista Rotaria</i> ®	Revista Rotary Brasil ®
RI ®	Rotaract ®
Rotaract Club ®	Rotaria ®
Rotarian ®	O Rotariano ®
Le Rotarien ®	leRotarien ®
Rotary ®	Rotary Brasil ®
Rotary Canada	Rotary Club ®
Rotary Community Corps	The Rotary Foundation ®
The Rotary Foundation of Rotary International ®	Rotary Global Rewards
Rotary Images	Rotary International ®
Rotary International Travel Service ®	Rotary Leader ®
□-タリ-の友® (Rotary No Tomo)	Rotary-No-Tomo ®
ROTARY/One ®	Rotary.org
Rotary Youth Exchange	Revista Rotary Brasil ®
Rotario ®	Rotarianin ®
Rotariano ®	Rotariets ®
ПОТАРІЄЦЬ® (Rotariets in Cyrillic)	رروتا (Rotary in Arabic)
الروتارى (Rotary Magazine in Arabic)	扶轮® (Rotary in Chinese)
רוטרי® (Rotary in Hebrew)	□-タリ- (Rotary in Katakana)
로타리® (Rotary Korea in Korean)	ПОТАРІ® (Rotary in Russian Cyrillic)
ПОТАРІ РОССІЯ® (Rotary Russia in Cyrillic)	ПОТАРІ® (Rotary in Ukrainian Cyrillic)
Rotary Africa ®	Rotary Contact ®
Rotary Dergisi ®	Rotary Down Under ®
Rotary en México®	Rotary Good News
The Rotary Korea ®	로타리 코리아 (Rotary Korea in Korean)
Rotary in the Balkans	ПОТАРІ НА БАЛКАНОТ (Rotary in the Balkans in Cyrillic)
Rotary Italia ®	Rotary Magazin ®
Rotary Magazin D2441 ®	Rotary Nederland ®
Rotary News	Rotary Norden ®
Rotary Polska ®	Rotary Russia ®
Rotary Samachar	Rotary Suisse Liechtenstein ®
โรตารีประเทศไทย (Rotary Thailand in Thai Characters)	Rotary Youth Leadership Awards
RWMP	RYE
RYLA	Service Above Self ®

Taiwan Rotary ®	台灣扶輪® (Taiwan Rotary in Chinese)
TRF ®	Vida Rotária ®

(April 2025 Mtg., Bd. Dec. 117)

Source: May 2000 Mtg., Bd. Dec. 399;

Amended by November 2006 Mtg., Bd. Dec. 35; January 2008 Mtg., Bd. Dec. 142; November 2009 Mtg., Bd. Dec. 28; June 2010 Mtg., Bd. Dec. 182; September 2011 Mtg., Bd. Dec. 34; May 2015 Mtg., Bd. Dec. 166; September 2016 Mtg., Bd. Dec. 28; June 2017 Mtg., Bd. Dec. 149; September 2017 Mtg., Bd. Dec. 24; October 2019 Mtg., Bd. Dec. 29; January 2020 Mtg., Bd. Dec. 85; September 2020 Mtg., Bd. Dec. 23; November 2020 Mtg., Bd. Dec. 58; May 2024 Mtg., Bd. Dec. 171; April 2025 Mtg., Bd. Dec. 117

### 34.010. Registration of Rotary Marks

The general secretary shall monitor and protect RI's intellectual property according to established policy. As often as practicable, the general secretary shall make efforts to register the Rotary Marks as trademarks and service marks in countries in which RI has a presence. Neither Rotary Entities nor individual Rotarians may register any of the Rotary Marks or any translations, abbreviations or portions thereof. Any Rotary Entities or Rotarians that may have obtained trademark registrations on the Rotary Marks or any translations, abbreviations or portions thereof are asked to transfer ownership to RI in order to comply with section 19.010. of the bylaws of the association. (September 2020 Mtg., Bd. Dec. 23)

Source: November 1995 Mtg., Bd. Dec. 78

**Amended by** February 2003 Mtg., Bd. Dec. 225; September 2017 Mtg., Bd. Dec. 24; January 2020 Mtg., Bd. Dec. 85; September 2020 Mtg., Bd. Dec. 23

### **34.020. Permission to Use Rotary Marks**

The Board has adopted the following regulations and conditions for use of the Rotary Marks by those seeking to do so:

1) All dies, stamps, mold, cuts or other impressions of the Rotary Marks shall conform exactly to the description and specifications of the official emblems authorized and adopted by RI. The Rotary Marks shall not be mutilated in any way nor shall they have anything superimposed upon them.

2) For correct color reproductions of the Rotary emblem, current guidelines are found in the Brand Center at <https://brandcenter.rotary.org> which gives further specifications for reproducing the Rotary emblem and guidelines for maintaining a standardized, coordinated identity for all Rotary materials.

3) The emblem shall not be manufactured or used in combination with any other emblem or name except in accordance with RI's sponsorship and cooperative relationship policies and under the provisions of RI's licensing system.

4) The Rotary emblem shall not be printed or used in any manner on the business stationery or business cards of any person, firm, or corporation (except RI and the member clubs of RI which may make such use of the emblem).

5) The Rotary emblem shall not be used by any person, firm or corporation as a trademark, nor shall the word "Rotary" be used as a trade name or brand or as descriptive of any article of merchandise. (*February 2022 Mtg., Bd. Dec. 76*)

**Source:** January 1956 Mtg., Bd. Dec. 94;

**Amended by** November 2000 Mtg., Bd. Dec. 133; November 2007 Mtg., Bd. Dec. 32; October 2015 Mtg., Bd. Dec. 37; February 2022 Mtg., Bd. Dec. 76

### **34.030. Use of Emblem**

#### **34.030.1. Rotary Emblem Specifications**

The official emblem of RI is a gear wheel of six spokes or arms, 24 teeth or cogs and a keyway; one tooth is placed on the center line of each arm and three in between the center lines of arms. The wheel is designed in accordance with the proportions given in the table below. The two words "Rotary International" appear in depressed spaces in the rim. With the wheel standing on edge, the word "Rotary" appears in the depression at the top which occupies a space of about five teeth, and the word "International" appears in the depression at the bottom which occupies the space of about nine and one-half (9 1/2) teeth. On each side and between these two depressions are two other depressions without lettering. The space

between any two of these four depressions is about two units in accordance with the proportions given below and the space between the depressions and either edge of the rim is one and one-half (1 1/2) units. The arms are tapered and elliptical in cross-section. When the wheel is standing on edge with the word “Rotary” at the top, the center lines of two opposing arms form a vertical diameter of the wheel, and bisect the keyway which has reached the highest point in its revolution. The sides of the teeth are slightly convexed outward, so that the space left between teeth is approximately mechanically correct. The proportions for the correct design are

Overall diameter 61 units  
Center to base or root of teeth 26 units  
Width of rim (inside edge to base of teeth) 8½ units  
Hub diameter 12 units  
Shaft diameter 7 units  
Arms or Spokes  
Width where they join the rim (sides projected) 5 units  
Width at center of shaft (sides projected) 7 units  
Vertical section of keyway  
Width 1¾ units  
Depth 7/8 units  
Teeth or cogs  
Width at base 4¼ units  
Width at tip 2¼ units  
Height 4½ units  
Lettering  
Width of depressed space 5½ units  
Height of letters 4 units

It should be noted that in order to make the wheel more emblematic of service, a keyway has been added to the above description. In a one-dimensional reproduction, the hub of the gear wheel should be demarcated by a circle surrounding the keyway. If it is a three-dimensional reproduction, the hub should be raised. And furthermore, the position of the spokes has been established. For correct color reproductions of the Rotary emblem, current guidelines are found in the Brand Center at <https://brandcenter.rotary.org> which give further specifications for reproducing the Rotary emblem and guidelines for maintaining a standardized, coordinated identity for all Rotary materials. (*February 2022 Mtg., Bd. Dec. 76*)

**Source:** January 1924 Mtg., Bd. Dec. VIII-(a); COL 80-102;

**Amended by** November 2000 Mtg., Bd. Dec. 133; June 2001 Mtg., Bd. Dec. 380; November 2007 Mtg., Bd. Dec. 32; June 2013 Mtg., Bd. Dec. 242; May 2015 Mtg., Bd. Dec. 166; February 2022 Mtg., Bd. Dec. 76

#### 34.030.2. Authorized Use of the Rotary Emblem

The use of the Rotary Emblem is authorized

1. On all stationery and printed matter issued by RI or member clubs thereof
2. In the official Rotary flag

3. On badges, banners, decorations and printed matter of Rotary conventions and all other official Rotary functions, and on furniture or furnishings (including rugs and carpets) of RI or member clubs
4. On road signs of member Rotary club
5. As a lapel button to be worn by Rotarians

The following constitute improper usage:

1. As a trademark or special brand of merchandise
2. When used in combination with any other emblem or name, except in accordance with RI's sponsorship, partnership, cooperative relationship and other third-party relationship policies and under the provisions of RI's licensing system and RI's member benefit program
3. On business stationery or business cards of individual Rotarians
4. When used for any commercial purposes

The following use of the emblem, while not encouraged, is permissible: On articles for personal use of or greetings from Rotarians and their families.

The following use is discouraged: On doors or windows of Rotarians' business premises unless a Rotarian is a participant in RI's member benefit program and such use does not imply, directly or indirectly, an endorsement by Rotary International or a Rotary Entity. *(September 2016 Mtg., Bd. Dec. 28)*

**Source:** COL 80-102; June 2001 Mtg., Bd. Dec. 381

**Amended by** November 2007 Mtg., Bd. Dec. 32; October 2014 Mtg., Bd. Dec. 38; October 2014 Mtg., Bd. Dec. 60; September 2016 Mtg., Bd. Dec. 28.

**Affirmed by** February 2002 Mtg., Bd. Dec. 172

34.030.3. Use of Name and Emblem on Personal Cards and Stationery of Rotarians

Rotarians are encouraged to use the Rotary name and emblem on personal cards and stationery. *(June 2002 Mtg., Bd. Dec. 245)*

**Source:** February 2002 Mtg., Bd. Dec. 172

**Amended by** June 2002 Mtg., Bd. Dec. 245

34.030.4. Use of Name and Emblem on Business Cards and Stationery of Rotarians

The Rotary emblem may not be included on the business stationery or business cards of individual Rotarians. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** COL 80-102, November 1996 Mtg., bd. Dec. 69

34.030.5. Use of Distinctive Regalia to Indicate Position in Rotary

The use by Rotarians of distinctive badges, jewels, ribbons, etc., indicative of official position in Rotary is not in harmony with an organization of business and professional people

and community leaders. Accordingly, the use of such regalia is disapproved except in those countries where local custom dictates otherwise, with the understanding that the simple and temporary nameplates and ribbon badges used at Rotary conventions and conferences are not included in this disapproval. *(June 2007 Mtg., Bd. Dec. 226)*

**Source:** April 1929 Mtg., Bd. Dec. IV(q);

**Amended by** January 1956 Mtg., Bd. Dec. 98, June 2007 Mtg., Bd. Dec. 226

34.030.6. Use of the Masterbrand Signature, Simplified Signature, Mark of Excellence, or other Rotary Marks by Rotary Entities

When used by itself, the word “Rotary” or the Rotary Emblem normally refers to the entire organization, Rotary International. It also means the ideals and principles of the organization. All club, district, multidistrict and other Rotary Entity activities, projects and organizations must include identifiers of the club, district, multidistrict group, zone or other Rotary Entity when using the Rotary Emblem or other Rotary Marks. In limited instances and otherwise in accordance with policy (see Brand Center for guidelines), a geographic identifier may be used, provided it accurately represents the interests of each club in that area and appropriate approvals are sought from the district governors, club presidents and/or directors. Such identifier must be in close proximity to and in equal prominence with the Rotary Emblem or other of the Rotary Marks (see Brand Center).

The Rotary Marks must always be reproduced in their entirety. No alterations, obstructions or modifications of the Rotary Marks are permitted. The simplified wheel is to be used only together with “Rotary” as part of the simplified signature lock-up or with “Interact” or “Rotaract” as part of the simplified signatures. RI allows for overwriting of the Rotary emblem or other Rotary Mark (watermarked, printed, screened or embossed), provided the Rotary emblem or other Rotary Mark is not otherwise partially covered and/or obstructed.

For correct color reproductions of the Rotary emblem or other of the Rotary Marks, current guidelines are found in the Brand Center at <https://brandcenter.rotary.org> which gives further specifications for reproducing the Rotary emblem and guidelines for maintaining a standardized, coordinated identity for all Rotary materials. Rotarians are reminded that Rotary is both a local and a global organization and even local uses may enjoy global recognition through the use of the Internet and other electronic communications. Different cultures have different standards and different sensitivities. Any use of the Rotary Marks under these guidelines should attempt to be culturally sensitive and in concert with the Object of Rotary. RI reserves the right to review and approve any uses of the Rotary Marks. The Rotary Marks may not be depicted in combination with images of guns, weapons, or other armaments. *(June 2022 Mtg., Bd. Dec. 159)*

**Source:** May 2000 Mtg., Bd. Dec. 399;

**Amended by** June 2013 Mtg., Bd. Dec. 242; January 2015 Mtg., Bd. Dec. 117; May 2015 Mtg., Bd. Dec. 166; May 2015 Mtg., Bd. Dec. 195; July 2015 Mtg., Bd. Dec. 16; October 2015 Mtg., Bd. Dec. 37; June 2017 Mtg., Bd. Dec. 172; September 2017 Mtg., Bd. Dec. 24; April 2019 Mtg., Bd. Dec. 172; October 2019 Mtg., Bd. Dec. 29; October 2019 Mtg., Bd. Dec. 57; February 2022 Mtg., Bd. Dec. 76; June 2022 Mtg., Bd. Dec. 159

34.030.7. Use of the Rotary Emblem with Program Emblems

The Rotary emblem may be incorporated in insignia which include names or other emblems descriptive of a Rotary program, provided that the insignia are under the exclusive control of the Board and that no such insignia will be used in a pin that can easily be mistaken for the RI emblem lapel pin reserved for Rotarians and honorary Rotarians.

All program logos currently used by RI and its Foundation, and all such logos deemed necessary in the future, should include the Rotary emblem.

The general secretary is authorized to approve, on behalf of the Board, specific insignia for Rotary-sponsored programs that incorporate the Rotary emblem for use by program participants, provided that such actions meet the requirements of the RI Constitution (article 13) and Bylaws. *(June 2013 Mtg., Bd. Dec. 196)*

**Source:** February 1984 Mtg., Bd. Dec. 332; October 1993 Mtg., Bd. Dec. 103; March 1994 Mtg., Bd. Dec. 205;  
**Amended by** June 2007 Mtg., Bd. Dec. 226; June 2013 Mtg., Bd. Dec. 196

34.030.8. Deviation from Official Emblem

No deviation from the official RI emblem shall be authorized. The simplified wheel is to be used only together with “Rotary” as part of the simplified signature lock-up or with “Interact” or “Rotaract” as part of the simplified signatures. *(October 2019 Mtg., Bd. Dec. 57)*

**Source:** June 1950 Mtg., Bd. Dec. 190;

**Amended by** June 2013 Mtg., Bd. Dec. 242; May 2015 Mtg., Bd. Dec. 195; April 2019 Mtg., Bd. Dec. 172;  
October 2019 Mtg., Bd. Dec. 29; October 2019 Mtg., Bd. Dec. 57

34.030.9. Symbolic Representations of Rotary

No statue, icon or other permanent symbolic representation purporting to express or interpret the spirit of Rotary shall be adopted, accepted, authorized or recognized. Only the established official emblem of Rotary International shall be recognized. All other efforts to express the spirit of Rotary in symbolism should be and are discouraged. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1921 Mtg., Bd. Dec. 5

34.030.10. Official Flag

The Official Flag of Rotary consists of a white field with the official emblem of the organization emblazoned in the center of the flag. The entire wheel should be of gold, with the four depressed spaces in the rim of royal blue. The words "Rotary" and "International" in the depressions should be of gold. The hub and the keyway white. A Rotary club displaying this flag as a club flag may use in large blue letters above the wheel the words "Rotary Club" and below the wheel the names of the city and State [state], or province, or country. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** COL 80-102

34.030.11. Rotary Flag and Banners

The general secretary shall create and update from time to time, flag and banner prototypes that are in alignment with current brand guidelines to be used by the membership, in order to create a standardized, coordinated identity for all Rotary materials. (See “Voice and Visual Rotary Guidelines.”) (*October 2015 Mtg., Bd. Dec. 84*)

**Source:** October 2015 Mtg., Bd. Dec. 84

34.030.12. Official Colors

The official colors of RI are royal blue and gold. (Note: Gold can be represented as a metallic color or as a yellow. The following specific PMS colors are used when printing the Rotary Emblem and the Rotary Foundation logo: PMS 286 Blue; PMS 871 Metallic Gold or PMS 129U | 130C Yellow. (June 2013 Mtg., Bd. Dec. 242)

**Source:** COL 80-102;

**Amended by** November 2000 Mtg., Bd. Dec. 133; November 2007 Mtg., Bd. Dec. 32; June 2013 Mtg., Bd. Dec. 242

34.030.13. Commercialization of the RI Name and Emblem

Sponsorship, partnership and cooperative relationships and participation in RI’s member benefit program are not commercialization of the RI emblem and other Rotary Marks. The second sentence of RI Bylaws section 19.020. is sequential to the first, and hence would not prohibit,

1. for sponsorship purposes, the use of the RI emblem and other Rotary Marks with the mark of another organization
2. for partnership purposes, the use of the RI emblem and other Rotary Marks with the mark of another organization
3. for cooperative relationship purposes, the use of the RI emblem and other Rotary Marks with the mark of another organization
4. for the purposes of RI’s member benefit program, the use of the RI emblem and other Rotary Marks with the mark of another organization

Each sponsorship relationship should terminate with the completion of the sponsored event.

Any contract with a sponsor, partner or other cooperating organization of RI or TRF or a participant in RI’s member benefit program must contain restrictive language in concert with current Board policy regarding the use of the Rotary Marks. (*September 2016 Mtg., Bd. Dec. 28*)

**Source:** November 1995 Mtg., Bd. Dec. 74; February 1996 Mtg., Bd. Dec. 194;

**Amended by** August 2000 Mtg., Bd. Dec. 64; October 2014 Mtg., Bd. Dec. 60; September 2016 Mtg., Bd. Dec. 28.

**Affirmed by** October 1998 Mtg., Bd. Dec. 85

34.030.14. The Rotary Marks in Combination with Other Marks for Commercial Purposes

Except as specifically allowed under RI's licensing system, and under RI's member benefit program or the provisions of RI's sponsorship, partnership and other cooperative relationship policies, the use of the Rotary Marks in combination with any other name or emblem for any commercial purpose is not recognized by RI. None of the Rotary Marks may be combined with or incorporated into the logo or insignia of another organization or for any program not under the exclusive control of RI, no matter how worthy. (*September 2016 Mtg., Bd. Dec. 28*)

**Source:** July 1939 Mtg., Bd. Dec. 26; November 1995 Mtg., Bd. Dec. 74;

**Amended by** November 2007 Mtg., Bd. Dec. 32; October 2014 Mtg., Bd. Dec. 60; September 2016 Mtg., Bd. Dec. 28

See also March 1994 Mtg., Bd. Dec. 205; February 1984 Mtg., Bd. Dec. 332; November 1996 Mtg., Bd. Dec. 69

34.030.15. RI and TRF Guidelines for Use of the Rotary Marks by Other Organizations

1. For the limited use granted herein, Rotary International (hereinafter "RI") (or The Rotary Foundation (hereinafter "TRF")) [~~strike out whichever does not apply~~] recognizes that [name of sponsor, or other third-party organization] (hereinafter "Other Organization") may use the Rotary Marks, as defined below, in the following manner(s) and subject to the following provisions.
2. Other Organization recognizes that RI is the owner of numerous trademarks and service marks throughout the world, including, but not limited to, "Rotary," the Rotary emblem, "Rotary International," "RI," "Rotary Club," "The Rotarian," "The Rotary Foundation," the Rotary Foundation logo, "Rotarian," "Rotaract," "Rotaract Club," the Rotaract emblem, "Interact," "Interact Club," the Interact emblem, "Interactive," "Paul Harris Fellow," the image of Paul Harris, "PolioPlus," the PolioPlus logo, the convention logo, "Service Above Self," among others (the "Rotary Marks").
3. Nothing in the limited use granted herein will constitute an assignment or license of any of the Rotary Marks by RI to Other Organization.
4. Other Organization recognizes that RI (or TRF) retains control over where recognition materials are allowed to be displayed in the various venues of RI authorized meetings, RI or TRF events or publicly displayed otherwise in connection with the sponsorship, partnership or other third-party relationship.
5. Other Organization recognizes that RI (or TRF) reserves the right to pre-approve publications and other media in which Other Organization wishes to advertise using the Rotary Marks, and to approve all uses of the Rotary Marks in any materials connected with the sponsorship or partnership or other third-party relationship in any and all media, including, but not limited to, for publicity and promotional purposes. Other Organization further recognizes that each use contemplated herein will be subject to a pre-publication review and approval process by Rotary or Rotary's legal counsel. RI retains the sole right to specific denial or authorization of such use or, in the case of alteration (of copy or layout), to be mutually agreed upon by the parties.

6. Other Organization agrees that any use of its logo in any advertisement or promotional materials directly related to a sponsored Rotary event or project (including, but not limited to, recognition materials such as banners or signs) must be of equal or lesser unit size to the Rotary emblem (or other Rotary Marks, at the sole discretion of RI (or TRF)), unless the Rotary emblem or other Rotary Mark is part of a repetitive background screen. RI allows for overwriting of the Rotary emblem or other Rotary Mark (watermarked, printed, screened or embossed), provided the Rotary emblem or other Rotary Mark is not otherwise partially covered and/or obstructed. RI agrees that in cases where the Other Organization might wish to highlight its role in sponsoring a Rotary event or project in conjunction with its regular advertising, the Rotary emblem may be smaller than the Other Organization's logo.
7. Other Organization recognizes that, without altering the provisions set out in paragraph 6 above, the Rotary Marks may not be altered, modified or obstructed but must be reproduced in their entirety. No abbreviations, prefixes or suffixes such as "Rota" are permitted. The simplified wheel is to be used only together with "Rotary" as part of the simplified signature lock-up or with "Interact" or "Rotaract" as part of the simplified signatures.

There should be no overlap between Other Organization's logo and the Rotary emblem or other Rotary Mark; the two images should be clearly spaced so as to be two separate and distinct images.
8. For correct color reproductions of the Rotary emblem and other of the Rotary Marks, current guidelines are found in the Brand Center at <https://brandcenter.rotary.org> which gives further specifications for reproducing the Rotary emblem and guidelines for maintaining a standardized, coordinated identity for all Rotary materials.
9. Other Organization recognizes that the Rotary Marks may only be reproduced by a vendor authorized by RI to do so. Whenever possible, reproductions of the Rotary Marks should be done by an RI officially licensed vendor. If the desired goods are not reasonably available from a RI licensee, a release must be obtained from the RI Licensing Section.
10. If goods are being produced in connection with an alcohol industry sponsor, the Mark of Excellence should not be included on the labels of the alcohol products.
11. Rotary is both a local and a global organization and even local uses may enjoy global recognition through the use of the Internet. Different cultures have different standards and different sensitivities. Any use of the Rotary Marks under these guidelines should attempt to be culturally sensitive and in concert with the Object of Rotary. RI reserves the right to review and approve any uses of the Rotary Marks. The Rotary Marks may not be depicted in combination with images of guns, weapons, or other armaments.

*(May 2024 Mtg., Bd. Dec. 171)*

**Source:** October 1998 Mtg., Bd. Dec. 86;

**Amended by** August 2000 Mtg., Bd. Dec. 64; November 2000 Mtg., Bd. Dec. 133; November 2001 Mtg., Bd. Dec. 71; June 2002 Mtg., Bd. Dec. 245; November 2006 Mtg., Bd. Dec. 35; November 2007 Mtg., Bd. Dec. 32; January 2008 Mtg., Bd. Dec. 142; June 2010 Mtg., Bd. Dec. 182; January 2012 Mtg., Bd. Dec. 201; June 2013

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Mtg., Bd. Dec. 242; May 2015 Mtg., Bd. Dec. 166; May 2015 Mtg., Bd. Dec. 195; September 2016 Mtg., Bd. Dec. 28; June 2017 Mtg., Bd. Dec. 172; September 2017 Mtg., Bd. Dec. 24; April 2019 Mtg., Bd. Dec. 172; October 2019 Mtg., Bd. Dec. 29; October 2019 Mtg., Bd. Dec. 57; February 2022 Mtg., Bd. Dec. 76; May 2024 Mtg., Bd. Dec. 171

34.030.16. Rotary Marks on Publications

It is improper for the Rotary Marks to be used on a pamphlet, on a website, or in any other promotional materials issued by anyone other than RI or another Rotary Entity, except in accordance with RI's sponsorship and cooperative relationship policies and under the provisions of RI's licensing system and RI's member benefit program. (*See Rotary Code of Policies* section 34.040.6.) (*October 2015 Mtg., Bd. Dec. 37*)

**Source:** June. 1930 Mtg., Bd. Dec. I;

**Amended by** May 2003 Mtg., Bd. Dec. 324; November 2007 Mtg., Bd. Dec. 32; May 2011 Mtg., Bd. Dec. 202; October 2014 Mtg., Bd. Dec. 60; October 2015 Mtg., Bd. Dec. 37

34.030.17. Use of the Rotary Marks for Endorsement Purposes

It is not within the scope of RI or its member clubs to endorse programs or activities of any other organization. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** January 1955 Mtg., Bd. Dec. 87; November 1996 Mtg., Bd. Dec. 69

34.030.18. Compliance with RI Visual Brand Standards

Advertisements or other informational materials that are not compliant with Rotary's brand standards shall not be accepted for publication in Rotary media (including the Rotary Global Media Network).

Exhibitions at official Rotary events, including the RI Convention and International Assembly, shall not be permitted where materials are not compliant with Rotary's brand standards. Directors should provide leadership to ensure that the same standard is maintained for Rotary-related events, such as Institutes, GELS, and PETS. (*January 2024 Mtg. Bd. Dec. 76*)

**Source:** April 2019 Mtg., Bd. Dec. 170

**Amended by** January 2024 Mtg. Bd. Dec. 76

Cross-References

34.040.3. *Use of Rotary Marks by RI Officers in Publications*

34.040.4. *Use of Rotary Marks on Websites of RI Officers*

35.010. *General RI Licensing Principles*

37.010. *Guidelines for Sponsorship of RI Meetings, Events, Projects, and Programs*

51.010.5. *Use of Emblem in Magazine Advertising*

51.020.1. *Guidelines for Rotary Club, District, and other Rotary Entity Electronic Publications*

**34.040. Use of Name**

When used by itself, the word “Rotary” normally refers to the entire organization, Rotary International. It also means the ideals and principles of the organization. Use of the word “Rotary,” by itself, is limited to those uses approved in the constitutional documents or as authorized by the Board. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1928 Mtg., November 1996 Mtg., Bd. Dec. 69.  
See also February 1996 Mtg., Bd. Dec. 198

**34.040.1. Use of Name or Emblem for Political Means**

Clubs shall not use the Rotary name or emblem or other of the Rotary Marks for the purpose of furthering political campaigns. Any use of Rotary fellowship to gain political advantage is foreign to the spirit of Rotary. *(January 2020 Mtg., Bd. Dec. 85)*

**Source:** February-March 1983 Mtg., Bd. Dec. 289;  
**Amended by** September 2016 Mtg., Bd. Dec. 28; January 2020 Mtg., Bd. Dec. 85

**34.040.2. Use of Rotary Marks in Connection with Buildings and Other Permanent Structures**

The use of the Rotary Marks without the further identifying language of the Rotary club, Rotary district or other Rotary Entity involved in connection with any project implies financial or moral RI obligation in connection with such project. Therefore, to avoid any future RI involvement, either directly or by implication, any Rotary club, Rotary district or other Rotary Entity which contemplates the construction or acquisition of a building or other permanent structure:

- should ensure that neither the name of such venture nor any legal documents in connection therewith reference either the name, “Rotary,” without the further identifying language of the Rotary club, Rotary district or other Rotary Entity involved or the name, “Rotary International.”
- should not affix any of the Rotary Marks thereto in any permanent manner, such as etching the Rotary name or emblem into the facade of a building or inlaying the Rotary name or emblem into a floor. The Board will not require the removal of any Rotary Marks which have been permanently affixed to a building prior to 2001 where the removal of such would cause permanent and irreparable damage to the building, and/or incur unreasonable costs to a Rotary club, Rotary district or other Rotary Entity.

*(See Rotary Code of Policies section 34.040.6.) (July 2015 Mtg., Bd. Dec. 16)*

**Source:** July 1944 Mtg., Bd. Dec. 26;  
**Amended by** November 2001 Mtg., Bd. Dec. 68; May 2011 Mtg., Bd. Dec. 202; July 2015 Mtg., Bd. Dec. 16

**34.040.3. Use of Rotary Marks by RI Officers in Publications**

Incoming, current, and past officers of RI and those Rotarians appointed by the president or the Board to serve in various capacities are authorized to use the Rotary Marks in publications, printed or electronic, in connection with their roles as RI leaders. In each such instance, the use shall include a clear indication of the capacities in which they have served

and the years of such service to RI. Rotary senior leaders may publish and sell books about their Rotary experiences without being licensed by RI, provided that all net proceeds from the book sales are donated to TRF and the book publisher is either licensed or released by RI to reproduce the Rotary Marks, with the approval of the general secretary. Each such publication shall include in a prominent location a statement that it is not an official publication of RI. *(January 2010 Mtg., Bd. Dec. 107)*

**Source:** October 2003 Mtg., Bd. Dec. 77;

**Amended by** November 2009 Mtg., Bd. Dec. 48; January 2010 Mtg., Bd. Dec. 107

34.040.4. Use of Rotary Marks on Websites of RI Officers

Incoming, current, and past officers of RI and those Rotarians appointed by the president or the Board to serve in various capacities are authorized to use the Rotary Marks on websites developed in connection with their roles as RI leaders. In each such instance, the use shall include a clear indication of the capacities in which they have served and the years of such service to RI. Every consideration shall be made to ensure that it is clear that the website is that of the Rotarian and not a RI site, so as to avoid confusion among Rotarians and potential liability for RI. If necessary, the general secretary may require a disclaimer to be placed on such websites. Use of the Rotary Marks in domain names should comply with Board policy set forth in section 52.020.1. *(October 2003 Mtg., Bd. Dec. 77)*

**Source:** October 2003 Mtg., Bd. Dec. 77

34.040.5. Use of Name “Rotary” in Connection with Club or District Foundations

A Rotary club or group of clubs may use the name "Rotary" in connection with club or district foundation activities, provided:

1. such use relates the activity to the club or clubs concerned and not to RI;
2. the word "international" is not used in connection with or in the name of a club or district foundation activity;
3. the name of the club or district foundation activity begins with the name of the club or the district designation;
4. the words "Rotary" and "foundation," when used in connection with a club or district foundation activity, be separated in the name of the activity;

The general secretary may act on behalf of the Board in authorizing Rotary clubs to use the name "Rotary" in incorporating club or district foundation activities in accordance with the foregoing. For the purposes of this section the definition of “incorporate” is the same as for incorporation of a club or district. *(November 2008 Mtg., Bd. Dec. 104)*

**Source:** May-June 1964 Mtg., Bd. Dec. 220; November 2008 Mtg., Bd. Dec. 104

34.040.6. Use of Name “Rotary,” or other Rotary Marks by Rotary Entities

When used by itself, the word “Rotary” or the Rotary Emblem normally refers to the entire organization, Rotary International. It also means the ideals and principles of the organization.

All club, district, multidistrict and other Rotary Entity activities, projects or organizations must include identifiers of the club, district, multidistrict group, zone or other Rotary Entity when using the name “Rotary,” or other Rotary Marks. In limited instances and otherwise in accordance with policy (see Brand Center for guidelines) a geographic identifier may be used, provided it accurately represents the interests of each club in that area and appropriate approvals are sought from the district governors, club presidents and/or directors. Such identifier must immediately follow or precede “Rotary.” Such identifier must be in close proximity to and in equal prominence with the Rotary Emblem or other of the Rotary Marks.

The Rotary Marks must always be reproduced in their entirety. No abbreviations, prefixes or suffixes such as “Rota” are permitted, except for use in “Interota” for the periodic Interota meetings. No alterations, obstructions or modifications of the Rotary Marks are permitted. The simplified wheel is to be used only together with “Rotary” as part of the simplified signature lock-up or with “Interact” or “Rotaract” as part of the simplified signatures. RI allows for overwriting of the Rotary emblem or other Rotary mark (watermarked, printed, screened or embossed), provided the Rotary emblem or other Rotary Mark is not otherwise partially covered and/or obstructed.

For correct color reproductions of the Rotary emblem and other of the Rotary Marks, current guidelines are found in the Brand Center at <https://brandcenter.rotary.org> which gives further specifications for reproducing the Rotary emblem and guidelines for maintaining a standardized, coordinated identity for all Rotary materials. Rotarians are reminded that Rotary is both a local and a global organization and even local uses may enjoy global recognition through the use of the Internet. Different cultures have different standards and different sensitivities. Any use of the Rotary Marks under these guidelines should attempt to be culturally sensitive and in concert with the Object of Rotary. RI reserves the right to review and approve any uses of the Rotary Marks. The Rotary Marks may not be depicted in combination with images of guns, weapons, or other armaments.

Rotary Entity activities, projects or organizations that are to include the name “Rotary,” or other Rotary Marks without a further qualifier, must first seek an exception to policy from the Board. Rotarians coordinating existing activities, projects and organizations should review and make necessary changes consistent with this policy. (*June 2022 Mtg., Bd. Dec. 159*)

**Source:** February 1996 Mtg., Bd. Dec. 198; May 2000 Mtg., Bd. Dec. 399;

**Amended by** May 2003 Mtg., Bd. Dec. 368; May 2011 Mtg., Bd. Dec. 202; June 2013 Mtg., Bd. Dec. 242; January 2015 Mtg., Bd. Dec. 117; May 2015 Mtg., Bd. Dec. 166; May 2015 Mtg., Bd. Dec. 195; July 2015 Mtg., Bd. Dec. 16; October 2015 Mtg., Bd. Dec. 37; June 2017 Mtg., Bd. Dec. 172; September 2017 Mtg., Bd. Dec. 24; April 2019 Mtg., Bd. Dec. 172; October 2019 Mtg., Bd. Dec. 29; October 2019 Mtg., Bd. Dec. 57; February 2022 Mtg., Bd. Dec. 76; June 2022 Mtg., Bd. Dec. 159

- 34.040.7. Requests for Exception to Guidelines for Use of “Rotary” Name or Other of the Rotary Marks  
When considering requests for exception to policy set forth in section 34.040.6., the Board may consider:

1. The organizing group's attempt to work with the general secretary to bring the name of the project or activity into compliance with Board policy
2. The ease or difficulty with which the organizing group could bring its name into compliance with Board policy
3. The length of time the organizing group has been using the non-compliant name, with greater consideration given to projects, activities or organizations with a longer, demonstrated period of use
4. The merit of the project, activity or organization and the benefit it brings to the Rotary movement as a whole
5. Whether the proposed non-compliant name in some other way accurately identifies the organizing group involved
6. Whether the proposed non-compliant name could create a likelihood of confusion with Rotary International or with any other Rotary Entity or with a project, activity or organization of Rotary International or any other Rotary Entity
7. Whether the organizing group is a recognized Rotary Entity
8. Whether the organizing group is otherwise compliant with Board policy
9. The degree to which the project or activity or the name of the project, activity or organization could expose RI to liability

If the group is not a Rotary Entity and/or the project, activity or organization is not under the full control of a Rotary Entity, then the Board may grant an exception for the group to enter into a license agreement with RI for use of the Rotary name or other of the Rotary Marks, based on the above criteria. The agreement shall include RI's standard licensing terms, including, but not limited to, terms requiring insurance and indemnification.

If the group is a Rotary Entity and the project, activity or organization is under the full control of the Rotary Entity, then a Board exception may be granted for use of the "Rotary" name or other of the Rotary Marks without a further identifier of the name of the Rotary Entity and a license agreement is not required.

Under the "full control of a Rotary Entity" shall be defined as follows:

1. A Rotary club, Rotary district or group of Rotary clubs or Rotary districts is solely responsible for the governance of the project, activity or organization
2. This level of Rotary Entity governance must be demonstrated by the requesting group to the satisfaction of RI and may come in a number of different forms, including, but not limited to:
  - a. the Rotary club, district or other Rotary Entity is responsible for the direct, daily operational administration and control of the project, activity or organization,

including, but not limited to, review and approval of the budget, including the expenditures for any project, activity or organization, or

- b. the Board of Directors or equivalent governing body of the project, activity or organization consists solely of every Rotary club President (or President's designate) or every Rotary district governor (or governor's designate) of all Rotary clubs or districts involved and/or present in the geographic region, and
  - c. such governing body shall have operational and administrative control, including, but not limited to, review and approval of the budget, including all expenditures for any programs or other endeavors and selection of the Rotary Entity's projects, activities or organizations.
3. Rotarian involvement and/or support in the form of monetary donations and/or volunteer time does not establish governance of the project, activity or organization, even if the support comes from every club in a district or from every district in a region and even if every club president or district governor in the applicable region supports the project, activity or organization.

An exception for use of the "Rotary" name or other of the Rotary Marks does not also carry with it an exception to use the Rotary emblem or any other of the Rotary Marks.

The general secretary is asked to bring any existing projects, activities and organizations into compliance with current policy. (*January 2020 Mtg., Bd. Dec. 85*)

**Source:** November 2008 Mtg., Bd. Dec. 46;

**Amended by** October 2014 Mtg., Bd. Dec. 61; July 2015 Mtg., Bd. Dec. 16; January 2020 Mtg., Bd. Dec. 85

#### 34.040.8. Use of Word "Rotary" by Other Groups

Except as concerns groups organizing to form Rotary clubs under the direction of the governor, the use of the word "Rotary" by any group in such manner as to indicate or imply status as a Rotary club or as an affiliate of a Rotary club or of RI is not authorized and shall not be permitted. Therefore, the Board instructs the general secretary to take such steps as may be practicable or necessary to stop any such unauthorized use of the word "Rotary." (*October 2015 Mtg., Bd. Dec. 75*)

**Source:** January 1948 Mtg., Bd. Dec. 108;

**Amended by** October 2015 Mtg., Bd. Dec. 75

#### 34.040.9. Use of Name "Rotary" and Rotary Emblem by Former Rotarians

Except as concerns groups organizing to form Rotary clubs under the direction of the governor, the use of the word "Rotary" or any abbreviation or portion thereof by any group in such manner as to indicate or imply status as a Rotary club or as an affiliate of a Rotary club or of RI is not authorized and shall not be permitted.

Inasmuch as the constitution and bylaws contain no provisions to cover the situation, it is manifestly impossible for the Board to recognize an organization of involuntary past Rotarians as a body having any connection with RI and particularly it is impossible for the

Board to permit or encourage the use of any name by an organization which would indicate connection with RI which does not exist and cannot exist until such time as the constitution and bylaws of RI are amended so as to provide for it.

Notwithstanding its sympathetic understanding and appreciation of the interest and motives which may prompt former or involuntary past members of Rotary clubs to associate themselves in fellowship groups or other groups, the Board instructs the general secretary to call the foregoing policies to the attention of any group of former or involuntary past members of Rotary clubs, which may be making use of, or wish to use, the name "Rotary," "Rotarians," and/or the Rotary emblem, advising that the group does not have official status and that its use of the Rotary name (or any abbreviation or portion thereof) and/or emblem is not authorized and further, calling upon such group not to use or to discontinue immediately use of the name "Rotary," "Rotarians," and/or the Rotary emblem. (*September 2017 Mtg., Bd. Dec. 24*)

**Source:** June 1925 Mtg., Item IV(k); January 1948 Mtg., Item 108; January 1950 Mtg., Item 81; June 1962 Mtg., Bd. Dec. 27; May-June 1963 Mtg., Bd. Dec. 188;

**Amended by** October 2015 Mtg., Bd. Dec. 75; September 2017 Mtg., Bd. Dec. 24

#### 34.040.10. Use of Rotary Name and Emblem by Other Organizations

No matter how worthy may be the purposes of such organizations or groups or the ambitions of such individuals, RI cannot permit them to appropriate the name or emblem of Rotary or other of the Rotary Marks without thereby endangering the preservation of the name and insignia of Rotary for the exclusive use and benefit of Rotarians. RI does not seek to discourage organizations or groups desiring to emulate the example of Rotary clubs but believes that suitable names and insignia can be devised by such organizations and groups without infringing upon the terminology and insignia of Rotary, and all Rotarians are encouraged to give their sympathetic assistance and encouragement to any group seeking to emulate the example of Rotary. (*January 2020 Mtg., Bd. Dec. 85*)

**Source:** July 1939 Mtg., Bd. Dec. 26;

**Amended by** January 2020 Mtg., Bd. Dec. 85

#### 34.040.11. Use of Name "Rotary" in Connection with Club Activities

Use of the word "Rotary" in connection with or in the name of an activity of a club or group of clubs must relate the activity directly to such club or group of clubs and neither directly nor indirectly to Rotary International. Use of the word "Rotary" (or any abbreviation or portion thereof) is not authorized in connection with or in the name of an activity that is not under full control of a Rotary club or group of Rotary clubs or in connection with or in the name of any organization, the membership of which includes non-Rotarian individuals or organizations. (*See Rotary Code of Policies section 34.040.6.*) (*September 2017 Mtg., Bd. Dec. 24*)

**Source:** March 1961 Mtg., Bd. Dec. 206;

**Amended by** May 2011 Mtg., Bd. Dec. 202; September 2017 Mtg., Bd. Dec. 24.

**Affirmed by** June 2001 Mtg., Bd. Dec. 383

34.040.12. Use of the Name “Rotary,” the Rotary Emblem, or Other Rotary Marks in Multidistrict Activities

All club, district, multidistrict and other Rotary Entity activities, projects and organizations must include identifiers of the club, district, multidistrict group, zone or other Rotary Entity when using the name “Rotary,” the Rotary Emblem or other Rotary Marks. In limited instances and otherwise in accordance with policy (see Brand Center for guidelines), a geographic identifier may be used, provided it accurately represents the interests of each club in that area and appropriate approvals are sought from the district governors, club presidents and/or directors. Such identifier must be in close proximity to and in equal prominence with the Rotary Emblem or other of the Rotary Marks (see Brand Center). In order to clarify that the activity, project or organization is not one of RI or TRF, its promotional materials, printed and electronic, and especially on any donation page, shall state that the activity, project or organization is one of a local nature.

The Rotary Marks must always be reproduced in their entirety. No abbreviations, prefixes or suffixes such as “Rota” are permitted, except for use in “Interota” for the periodic Interota meetings. No alterations, obstructions or modifications of the Rotary Marks are permitted. The simplified wheel is to be used only together with “Rotary” as part of the simplified signature lock-up or with “Interact” or “Rotaract” as part of the simplified signatures. RI allows for overwriting of the Rotary emblem or other Rotary Mark (watermarked, printed, screened or embossed), provided the Rotary emblem or other Rotary Mark is not otherwise partially covered and/or obstructed.

Rotary Entity activities, projects or organizations that are to include the name “Rotary,” the Rotary Emblem, or other Rotary Marks without a further identifier must first secure an exception to policy from the Board. Rotarians coordinating existing doctor banks and similar club, district, multidistrict and other Rotary Entity activities, projects or organizations should review and make necessary changes to the activity, project or organization names and materials, consistent with this policy. (*June 2022 Mtg., Bd. Dec. 159*)

**Source:** February 1996 Mtg., Bd. Dec. 198; June 2013 Mtg., Bd. Dec. 242;

**Amended by** May 2000 Mtg., Bd. Dec. 399; November 2006 Mtg., Bd. Dec. 35; January 2015 Mtg., Bd. Dec. 117; May 2015 Mtg., Bd. Dec. 166; July 2015 Mtg., Bd. Dec. 16; October 2015 Mtg., Bd. Dec. 37; September 2017 Mtg., Bd. Dec. 24; April 2019 Mtg., Bd. Dec. 172; October 2019 Mtg., Bd. Dec. 29; October 2019 Mtg., Bd. Dec. 57; June 2022 Mtg., Bd. Dec. 159

34.040.13. Use of the Rotary Marks by Rotary Alumni Associations

When used by itself, the word “Rotary” refers to the entire organization, Rotary International. It also means the ideals and principles of the organization. Rotary Alumni associations that are chartered by the general secretary are permitted to use the name “Rotary” in their organizational name but only together with identifiers of the Rotary district or Rotary zone. Such identifier must immediately precede or follow “Rotary.” An acceptable example would be “Rotary District XXXX Alumni Association.” In limited instances and otherwise in accordance with policy (see Brand Center for guidelines), a geographic identifier may be used, provided it accurately represents the interests of the alumni association in that area and appropriate approvals are sought from the district governors. Such identifier must

immediately follow or precede “Rotary.” Such identifier must be in close proximity to and in equal prominence with the Rotary Emblem or other of the Rotary Marks. (*June 2022 Mtg., Bd. Dec. 159*)

**Source:** January 2015 Mtg., Bd. Dec. 117;

**Amended by** June 2017 Mtg., Bd. Dec. 149; October 2019 Mtg., Bd. Dec. 29; June 2022 Mtg., Bd. Dec. 159

34.040.14. Use of the “Rotary” Trademark, Masterbrand Signature, Simplified Signature, or Mark of Excellence by Programs of Scale Awardees

When used by itself, the word “Rotary” or the Mark of Excellence or Masterbrand Signature or Simplified Signature normally refers to the entire organization, Rotary International. It also means the ideals and principles of the organization. All Programs of Scale Awardees, where possible, must include identifiers of the club(s), district(s) or multidistrict group or other Rotary Entity when using the “Rotary,” Mark of Excellence, Masterbrand Signature, or Simplified Signature. Such identifier must be used in a lockup with the official program name and in conjunction with program implementation, including, but not limited to, on merchandise, signage, and other visual recognition of the Programs of Scale award. When space or the media do not allow for use of a lockup, the Rotary Marks may be used alone, provided that the Programs of Scale awardee shares with Rotary International in advance of use, all use cases, including merchandise, signage, and other visual recognition and that use is approved by RI.

Each Programs of Scale Grant Agreement will include standard RI licensing terms, including those related to insurance and indemnification. Programs of Scale awardees will only purchase merchandise with the Marks from RI Licensed Vendors, where reasonably available. If not reasonably available, a one-time exception may be sought from RI Licensing.

All participants in Programs of Scale will use the following disclaimer on all materials:  
*“[Programs of Scale award name] is a program sponsored by the Rotary Club/District of [Club/District name]. [Programs of Scale awardee name] is not a program of The Rotary Foundation or Rotary International.”*

Other Rotary club and district organizations participating in the Programs of Scale award and the other partner organizations providing goods and services to the program shall maintain insurance.

The Rotary Marks must always be reproduced in their entirety. No alterations, obstructions or modifications of the Rotary Marks are permitted. The simplified wheel is to be used only together with “Rotary” as part of the simplified signature lock-up. RI allows for overwriting of the Rotary emblem or other Rotary Mark (watermarked, printed, screened or embossed), provided the Rotary emblem or other Rotary Mark is not otherwise partially covered and/or obstructed.

For correct color reproductions of the Rotary emblem or other of the Rotary Marks, current guidelines are found in the Brand Center at <https://brandcenter.rotary.org> which give further

specifications for reproducing the Rotary emblem and guidelines for maintaining a standardized, coordinated identity for all Rotary materials. Rotarians are reminded that Rotary is both a local and a global organization and even local uses may enjoy global recognition through the use of the Internet and other electronic communications. Different cultures have different standards and different sensitivities. Any use of the Rotary Marks under these guidelines should attempt to be culturally sensitive and in concert with the Object of Rotary. RI reserves the right to review and approve any uses of the Rotary Marks. The Rotary Marks may not be depicted in combination with images of guns, weapons, or other armaments. *(February 2022 Mtg., Bd. Dec. 76)*

**Source:** June 2021 Mtg., Bd. Dec. 187;

**Amended by** February 2022 Mtg., Bd. Dec. 76

34.040.15. Use of the Word “Rotarian” in Club Publications

Clubs shall not use the word “Rotarian” as part of the name of the local club publication. *(May 2003 Mtg., Bd. Dec. 324)*

**Source:** COL 80-102

34.040.16. Use of Geographic Designations with “Rotary International”

No club or group of clubs should adopt and operate under any name other than that under which it or they are organized under the RI Constitution. Every district should use the name “Rotary International,” thereby indicating the universality of the ideals, principles and objects of Rotary. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1934 Mtg., Bd. Dec. 201

Cross-References

52.020.1. *Guidelines for Rotary Club, District, and other Rotary Entity Electronic Publications*

**34.050. Use of Stationery**

34.050.1. Use of Official Stationery

All Rotary International business should be conducted on stationery bearing the name and emblem of the association. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** May 1919 Mtg., Bd. Dec. 3

34.050.2. Use of Rotary Marks by RI Officers on Letterhead Stationery of RI and Other Organizations, or for Commercial Purposes

The use of the RI letterhead is restricted to incoming, current and past officers of RI, or those Rotarians appointed by the president or the Board to serve in various capacities, with the understanding that, as to such capacities as may be listed, the years of service to RI should be clearly indicated. RI letterhead may only be used for Rotary-related business. No incoming, current, or past RI officer nor any Rotarian appointed by the president or the Board to serve in various capacities is authorized to use the Rotary Marks in conjunction with the trademarks or on the letterhead of any other organization or for any commercial purpose. (*October 2003 Mtg., Bd. Dec. 77*)

**Source:** November 1982 Mtg., Bd. Dec. 180;

**Amended by** May 2003 Mtg., Bd. Dec. 325; October 2003 Mtg., Bd. Dec. 77

**34.060. Other Rotary Emblems**

34.060.1. Rotary Programs Logos

The general secretary shall create and update from time to time, logos and other indicia that are in alignment with current guidelines to be used for the various Rotary Programs, in order to create a standardized, coordinated identity for all Rotary materials. (See the RI Brand Center at <https://brandcenter.rotary.org>. (*February 2022 Mtg., Bd. Dec. 76*))

**Source:** October 2013 Mtg., Bd. Dec. 63;

**Amended by** May 2015 Mtg., Bd. Dec. 166; February 2022 Mtg., Bd. Dec. 76

34.060.2. Use of Logo with RI or TRF Programs

The general secretary is, when reviewing future proposed logos for a program or activity of RI or its Foundation, to consider including the Rotary emblem in the logos if such can be done without lessening RI's legal trademark rights or creating a badge that could be understood to identify a non-Rotarian as a Rotarian. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** November 1991 Mtg., Bd. Dec. 136

34.060.3. Rotary Program Logos and RI Emblem

The design of Rotary program logos that do not in some manner incorporate the RI emblem weakens and impedes the communication to the public of the association of Rotary with

successful programs and projects. Therefore, all program logos currently in use by RI and its Foundation, and all such logos deemed necessary in the future, should include the Rotary emblem. The public relations value of incorporating the Rotary emblem with program logos of RI and its Foundation outweighs the possible mis-identification of a non-Rotarian as being a Rotarian. *(May 2024 Mtg., Bd. Dec. 171)*

**Source:** October 1993 Mtg., Bd. Dec. 103; January 2011 Mtg., Bd. Dec. 127;

**Amended by** May 2011 Mtg., Bd. Dec. 178; October 2015 Mtg., Bd. Dec. 37; May 2024 Mtg. Bd. Dec. 171

#### 34.060.4. Interact and Rotaract Marks

The Interact and Rotaract Marks are for the exclusive use of the Interact and Rotaract clubs bearing those names and the members of those clubs:

1. When displayed by individual club members, the Interact and Rotaract emblems may be used without further information.
2. When the Interact and Rotaract emblem is used to represent an Interact or Rotaract club, the name of the club should appear with the emblem, as shown in the RI Brand Center at <https://brandcenter.rotary.org>. “Interact,” “Rotaract,” the Interact emblem, and the Rotaract emblem must always be reproduced in their entirety. No alterations, obstructions or modifications of “Interact,” “Rotaract,” the Interact emblem, or the Rotaract emblem are permitted. No abbreviations, prefixes or suffixes such as “Rota” are permitted, except for use in “Interota” for the periodic Interota meetings.

The Interact emblem and the Rotaract emblem should be reproduced in the colors and manner shown in the RI Brand Center at <https://brandcenter.rotary.org>.

3. When the Interact or Rotaract emblem is used to represent district Interact or Rotaract activities the district number should appear with the emblem, as shown in the RI Brand Center at <https://brandcenter.rotary.org>.

No publication may bear the Interact or Rotaract emblem without the name of the club or number of the district except those published by or under the authority of Rotary International for the use of Rotary, Interact or Rotaract clubs in establishing or carrying out the affairs of one of the sponsored clubs.

No other use of the Interact and Rotaract emblems is permitted by Rotary International which has legal control of all the Rotary Marks. *(February 2022 Mtg., Bd. Dec. 76)*

**Source:** June 1990 Mtg., Bd. Dec. 295;

**Amended by** January 2010 Mtg., Bd. Dec. 117; October 2013 Mtg., Bd. Dec. 63; May 2015 Mtg., Bd. Dec. 166; October 2015 Mtg., Bd. Dec. 37; February 2022 Mtg., Bd. Dec. 76

#### 34.070. **Reproduction of the 4-Way Test**

All reproductions of The 4-Way Test should be in the following form:

***THE 4-WAY TEST***

Of the things we think, say or do

- 1) Is it the TRUTH?
- 2) Is it FAIR to all concerned?
- 3) Will it build GOODWILL and BETTER FRIENDSHIPS?
- 4) Will it be BENEFICIAL to all concerned?

The sole purpose of the reproduction should be the development and maintenance of high ethical standards in human relations. Any reproduction should not be a direct part of any advertisement intended to increase sales or profits. It may, however, be used in a letterhead or literature, if done in a way to explain that a sincere attempt is being made to have all of the human relations of the firm, organization or institution conducted along the lines of the 4-Way Test. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** January 1955 Mtg., Bd. Dec. 138.  
See also January 1943 Mtg., Bd. Dec. 142

**34.080.**

**Rotary Mottos**

Service Above Self and One Profits Most Who Serves Best are the official Rotary Mottos. Service Above Self is the principal motto of Rotary. (*June 2010 Mtg., Bd. Dec. 182*)

**Source:** COL 50-11, COL 51-9, COL 89-145, COL 01-678, COL 04-271; COL 10-165

Cross-References

*41.010.*        *Interact*  
*Article 12*    *Rotaract Clubs*

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## ARTICLE 35. LICENSING

- 35.010. General RI Licensing Principles
- 35.020. Granting of an RI License
- 35.030. General Secretary's Responsibilities
- 35.040. Use of Rotary Marks by Rotarians
- 35.050. Specific Limitations on Use of Rotary Marks
- 35.060. Advertising and Marketing Limitations
- 35.070. Miscellaneous Licensing Matters

### 35.010. General RI Licensing Principles

#### 35.010.1. Reproduction of the Rotary Marks

When produced by licensees, the Rotary Marks must conform to the description, color and proportion specifications adopted by the Board. *(November 2000 Mtg., Bd. Dec. 133)*

**Source:** COL 80-102; January 1956 Mtg., Bd. Dec. 94; November 1996 Mtg., Bd. Dec. 69;  
**Amended by** November 2000 Mtg., Bd. Dec. 133

#### 35.010.2. Prohibition Against Altering Rotary Marks

*Note: "Rotary Marks" are any emblems or names registered and owned by Rotary International. (See Section 34.005.)*

The Rotary Marks should not be altered, modified or obstructed in any way, or reproduced other than in their complete form. No abbreviations, prefixes or suffixes such as "Rota" are permitted. The simplified wheel is to be used only together with "Rotary" as part of the simplified signature lock-up or with "Interact" or "Rotaract" as part of the simplified signatures. RI allows for overwriting of the Rotary emblem or other Rotary mark (watermarked, printed, screened or embossed), provided the Rotary emblem or other Rotary Mark is not otherwise partially covered and/or obstructed. The general secretary should strictly enforce the prohibition of licensing products that alter, modify or obstruct the Rotary Marks, including situations where the general secretary becomes aware of products that do not reproduce the Marks in their entirety. *(October 2019 Mtg., Bd. Dec. 57)*

**Source:** April 1929 Mtg., Bd. Dec. IV. q; January 1956 Mtg., Bd. Dec. 94; June 1996 Mtg., Bd. Dec. 297; November 1996 Mtg., Bd. Dec. 69;  
**Amended by** June 2013 Mtg., Bd. Dec. 242; September 2017 Mtg., Bd. Dec. 24; April 2019 Mtg., Bd. Dec. 172; October 2019 Mtg., Bd. Dec. 29; October 2019 Mtg., Bd. Dec. 57

#### 35.010.3. Lapel Pins

RI licenses lapel pins that alter the RI emblem in the following approved manner: A precious stone at the hub and/or designations of office or membership categories may be added only for use by club members and only when specifically authorized and listed as licensed products in the license agreement. Such alterations shall be made so as not to deface the Rotary emblem or detract from its essential dignity. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** May 1962 Mtg., Bd. Dec. 183; November 1996 Mtg., Bd. Dec. 69

35.010.4. Watches and Clocks

RI may license watches and clocks containing the Rotary emblem as the entire face of the watch or clock, provided that the keyway is accurately reproduced thereon, even though the watch or clock hands may cause minor obstructions of the emblem from time to time, and even if the hands originate from the center of the emblem, provided that the emblem, including the keyway, is otherwise reproduced in its entirety. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** November 1996 Mtg., Bd. Dec. 69

35.010.5. Limitation on RI Merchandise Solicitations

Individuals or companies who are not licensed to sell merchandise bearing the Rotary Marks may not solicit districts, clubs or Rotarians to purchase merchandise bearing the Rotary Marks. Only vendors properly licensed by Rotary International may solicit districts, clubs or Rotarians to purchase merchandise bearing the Rotary Marks.

On occasion, Rotarians will need to produce customized merchandise bearing the Rotary Marks for a specific event or purpose. All Rotarians should always first seek out licensed Rotary vendors for such customized merchandise. In the event that such customized merchandise is not reasonably available from a RI Licensee at a competitive price, RI shall issue a one-time release to a non-licensed vendor, provided that those goods are subject to the equivalent review and pre-approval process as Licensed Products. In each case, the non-licensed vendor must obtain the specific approval of RI to use any of the Rotary Marks. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1995 Mtg., Bd. Dec. 239; November 1996 Mtg., Bd. Dec. 69; February 1998 Mtg., Bd. Dec. 252

35.010.6. List of Official Rotary Licensees

The general secretary shall publish the name and relevant information of all current licensees who are up-to-date with their royalty payments on the RI website. *(January 2020 Mtg., Bd. Dec. 99)*

**Source:** June 1997 Mtg., Bd. Dec. 317;

**Amended by** January 2020 Mtg., Bd. Dec. 99

35.010.7. Control of Piracy of RI's Intellectual Property

Rotary International will continue to enhance its efforts to control piracy of the Rotary Marks. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** October 1993 Mtg., Bd. Dec. 56; November 1995 Mtg., Bd. Dec. 78; November 1996 Mtg., Bd. Dec. 69

Cross-References

35.040.1. *Districts and Clubs Purchasing Merchandise Bearing the Rotary Marks*

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## **35.020. Granting of an RI License**

### 35.020.1. License Types and Royalty Rates

#### Type 1

An entity which manufactures and/or sells merchandise bearing Rotary Marks *only* to other RI licensees or to Rotary International, and which is not interested in marketing licensed merchandise directly to the Rotarian Market or to the general public. A Type 1 licensee pays RI a 2% royalty on total gross sales, makes a one-time application fee of US\$100, makes annual royalty payments and has no annual minimum royalty payment obligation.

#### Type 3

An entity which supplies fundraising programs/products. A Type 3 licensee pays RI a 5% royalty on total gross sales to the Rotarian Market, and a 2% royalty on total gross sales to other RI licensees. A Type 3 licensee makes a one-time application fee of US\$1000, makes semiannual royalty payments and has an annual minimum royalty payment obligation of US\$1000.

#### Type 4A

An entity which manufactures and/or sells an unlimited portfolio of merchandise bearing Rotary Marks and other goods to the Rotarian Market, other RI licensees and/or the general public. A Type 4A licensee pays RI a 10% royalty on total gross sales to the Rotarian Market and to the general public, and a 2% royalty on total gross sales to other RI licensees. A Type 4A licensee makes a one-time application fee of US\$1000, makes semiannual royalty payments and has an annual minimum royalty payment obligation of US\$1000.

#### Type 4B

An entity which manufactures and/or sells a limited portfolio of merchandise bearing Rotary Marks and other goods, not to exceed five products, to the Rotarian Market, other RI licensees and/or the general public. A Type 4B licensee pays RI a 10% royalty on total gross sales to the Rotarian Market and to the general public, and a 2% royalty on total gross sales to other RI licensees. A Type 4B licensee makes a reduced one-time application fee of US\$250, makes semiannual royalty payments and has a reduced annual minimum royalty payment obligation of US\$250.

#### Type 4C

A Rotary Entity that manufactures and/or sells a limited portfolio of merchandise bearing Rotary Marks and other goods, not to exceed five products, to the Rotarian Market, other RI licensees and/or the general public and donates 100% of the proceeds (as defined in the license agreement) from the sale of said merchandise to The Rotary Foundation or its Associate Foundations. A Type 4C licensee pays RI a reduced 1% royalty on total gross sales to the Rotarian Market, to the general public and/or to other RI licensees. A Type 4C licensee makes a reduced one-time application fee of US\$250, makes semiannual royalty payments and has no annual minimum royalty payment obligation. Any royalty fees received by Rotary International from this license type shall be transferred to The Rotary Foundation Annual Fund.

(See Section 71.020.3. for additional policies regarding sales promoting the PolioPlus Campaign.)

#### Type 5

A large international entity with brand name recognition which manufactures and/or sells merchandise bearing Rotary Marks through retail outlets worldwide. A Type 5 licensee pays RI a 10% royalty on total gross sales to the Rotarian Market and the general public, and a 2% royalty on total gross sales to other RI licensees. A Type 5 licensee makes a one-time application fee of US\$2000, makes semiannual royalty payments and has an annual minimum royalty payment obligation of US\$2000. (*June 2009 Mtg., Bd. Dec. 232*)

**Source:** February 1995 Mtg., Bd. Dec. 168; July 1995 Mtg., Bd. Dec. 25; February 1996 Mtg., Bd. Dec. 196; November 1996 Mtg., Bd. Dec. 69;

**Amended by** June 2005 Mtg., Bd. Dec. 297; February 2007 Mtg., Bd. Dec. 157; June 2009 Mtg., Bd. Dec. 232

#### 35.020.2. Criteria for Granting a RI License

The criteria which RI considers when granting/denying a RI license include, but are not limited to the following:

1. specifically approved merchandise (samples)
2. RI specific catalog
3. ready stock in a warehouse
4. fax and/or regular order number
5. customer service component
6. credit to clubs and governors
7. acceptance of credit cards
8. quality control by RI
9. merchandise guarantee by the licensee to the buyer
10. willingness to display and sell merchandise at RI meetings
11. financial stability
12. experience in the business
13. import/export capability
14. willingness to network with other licensees

The meeting of any or all of these standards does not guarantee a license from RI. RI maintains, in its sole discretion, the right to grant or deny any license application. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** November 1996 Mtg., Bd. Dec. 69

35.020.3. Selection of Licensees Under RI's Licensing System

In granting licenses, RI will give preference to those entities which can support the overall goals of modernizing RI's licensing system. RI will use appropriate marketing techniques to encourage companies which can comply with RI licensing requirements to obtain licenses from RI. *(June 1998 Mtg., Bd. Dec. 348)*

Source: October 1993 Mtg., Bd. Dec. 56; November 1996 Mtg., Bd. Dec. 69

**35.030. General Secretary's Responsibilities**

35.030.1. Assurance of Supplies to Rotarians

The general secretary should maintain appropriate sources of merchandise for clubs, districts and Rotarians. *(June 1998 Mtg., Bd. Dec. 348)*

Source: June 1996 Mtg., Bd. Dec. 296; November 1996 Mtg., Bd. Dec. 69

35.030.2. Licensing Budgets and Targets

The general secretary shall set and monitor annual licensing targets and budgets, and make related regular reports to the Board. *(June 1998 Mtg., Bd. Dec. 348)*

Source: October 1993 Mtg., Bd. Dec. 56; November 1996 Mtg., Bd. Dec. 69

35.030.3. Enforcement of Licensing Agreements

The general secretary shall enforce the minimum requirements of the RI licensing agreement, including royalty payments and reporting requirements. However, the general secretary shall allow licensees who have not been fulfilling requirements an opportunity to reconcile for past years before terminating such licenses. Where appropriate, the general secretary shall decline to enter into new agreements with licensees who are not in compliance with their existing agreements. *(June 1998 Mtg., Bd. Dec. 348)*

Source: October 1993 Mtg., Bd. Dec. 56; June 1996 Mtg., Bd. Dec. 296; November 1996 Mtg., Bd. Dec. 69

35.030.4. Termination of Licensees for Non-Compliance with Agreements

The general secretary shall take all necessary action when dealing with licensees who have not complied with their agreement with RI, including, where appropriate, termination of existing agreements. *(June 1998 Mtg., Bd. Dec. 348)*

Source: June 1996 Mtg., Bd. Dec. 296; November 1996 Mtg., Bd. Dec. 69. See also October 1993 Mtg., Bd. Dec. 56

35.030.5. Audits of Licensees

As necessary, the Secretariat staff is urged to vigorously pursue audits and the payment of unpaid royalties. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1995 Mtg., Bd. Dec. 246; November 1996 Mtg., Bd. Dec. 69

35.030.6. Licensee Presence at International Meetings

Where appropriate, the general secretary shall decline to enter into agreements with licensees for space at the International Assembly, International Convention and other relevant meetings, where such licensees are not in compliance with their agreements. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1996 Mtg., Bd. Dec. 296; November 1996 Mtg., Bd. Dec. 69

35.030.7. Promotion of Licensees

The general secretary shall publish the name and relevant information of all current licensees who are up-to-date with their royalty payments on the RI website.

The general secretary also shall promote the purchase of merchandise bearing the Rotary Marks from official licensees through appropriate channels. *(January 2020 Mtg., Bd. Dec. 99)*

**Source:** June 1995 Mtg., Bd. Dec. 242; November 1996 Mtg., Bd. Dec. 69;

**Amended by** June 1997 Mtg., Bd. Dec. 317; November 2006 Mtg., Bd. Dec. 35; June 2010 Mtg., Bd. Dec. 182; October 2018 Mtg., Bd. Dec. 68; January 2020 Mtg., Bd. Dec. 99

**35.040. Use of the Rotary Marks by Rotarians**

35.040.1. Districts and Clubs Purchasing Merchandise Bearing the Rotary Marks

All districts and clubs are encouraged to purchase merchandise bearing the Rotary Marks only from authorized licensees of RI. If the desired merchandise is not available from a licensee, specific approval must be sought from RI for the use of any Rotary Marks. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** November 1994 Mtg., Bd. Dec. 65; June 1995 Mtg., Bd. Dec. 239; November 1996 Mtg., Bd. Dec. 69

35.040.2. Sale of Goods or Services Bearing the Rotary Marks by the Membership

Neither Rotary clubs, Rotary districts, other Rotary Entities nor individual Rotarians may license or otherwise sell goods or services bearing the Rotary Marks or any abbreviations or portions thereof, unless specifically excepted by the other sections herein or by the RI Board. *(September 2017 Mtg., Bd. Dec. 24)*

**Source:** September 2017 Mtg., Bd. Dec. 24

35.040.3. Event-Specific Uses of the Rotary Marks

Clubs and districts may sell merchandise bearing the Rotary Marks without a license when they are promoting club or district projects. Merchandise sold in conjunction with such special projects must include, in addition to one of the Rotary Marks, the club or district

name, and reference the fundraising project and its duration or date (the sale of merchandise may not be the special project).

If the merchandise sold in conjunction with such special projects involves the fundraising sale of alcoholic beverages as a one-time event or as an annual event (the sale of merchandise may not be the special project), such sales are permissible so long as all sales start and conclude within a 30-day window of the date of the fundraising event, and:

1. Alcohol sales are culturally appropriate where the club or district is situated.
2. The art on the label or packaging is consistent with brand guidelines for use of the Rotary Marks by clubs and districts.
3. The alcohol is a limited edition in that the labels must include, in addition to one of the Rotary Marks, the club or district name, and reference the fundraising project and its duration or date.
4. Because alcoholic beverage sales, manufacturing and distribution may be subject to specific local laws, the club or district has reviewed and the sales are in compliance with all applicable laws (clubs and districts may want to consult with their attorney for points 4, 5 and 6).
5. The club or district has reviewed any contracts with vendors to ensure they do not assume risks or responsibilities beyond their control.
6. Contracts with vendors should include a provision requiring that all parties maintain adequate liquor liability insurance.

*(June 2020 Mtg., Bd. Dec. 185)*

**Source:** October 1993 Mtg., Bd. Dec. 56; November 1996 Mtg., Bd. Dec. 69;  
**Amended by** June 2020 Mtg., Bd. Dec. 185

#### 35.040.4. Rotary Fellowships

Any sales of merchandise by Rotary Fellowships bearing the Rotary Marks shall comply with Rotary's brand standards by 30 June 2020, in accordance with Rotary Code section 34.030.18. All manufacture and sales of goods, including for fundraising purposes, shall comply with RI licensing policies, as they pertain to all Rotary Entities. No fundraising or sales of goods bearing the Rotary Marks will be permitted at the RI Convention from the project booth area in the House of Friendship beginning with the 2021 RI Convention, as is required of all other Rotary Entities. Fundraising for TRF may be permitted contingent upon convention venue rules, local laws, and approval by the general secretary. *(October 2024 Mtg., Bd. Dec. 22)*

**Source:** January 2020 Mtg., Bd. Dec. 100  
**Amended by** October 2024 Mtg., Bd. Dec. 22

35.040.5. Books by Rotary Senior Leaders

Rotary senior leaders may publish and sell books about their Rotary experiences without being licensed by RI, provided that all net proceeds from the book sales are donated to TRF and the book publisher is either licensed or released by RI to reproduce the Rotary Marks, with the approval of the general secretary. Each such publication shall include in a prominent location a statement that it is not an official publication of RI. (*January 2010 Mtg., Bd. Dec. 107*)

**Source:** November 2009 Mtg., Bd. Dec. 48

**Amended by** January 2010 Mtg., Bd. Dec. 107

Cross-References

35.010.5. *Limitation on RI Merchandise Solicitation*

**35.050. Specific Limitations on Use of Rotary Marks**

35.050.1. Accurate Reproduction of the Rotary Marks on Merchandise

Merchandise bearing the Rotary emblem and other Rotary Marks may be licensed or otherwise authorized regardless of size and in any medium, provided the Rotary emblem or other of the Rotary Marks can be accurately reproduced including, but not limited to, silk screening, embroidery, engraving, laser engraving, casting, printing, stamping, etc. The simplified wheel is to be used only together with “Rotary” as part of the simplified signature lock-up or with “Interact” or “Rotaract” as part of the simplified signatures for the Programs logos. (*October 2019 Mtg., Bd. Dec. 29*)

**Source:** November 2001 Mtg., Bd. Dec. 70;

**Amended by** June 2013 Mtg., Bd. Dec. 242; May 2015 Mtg., Bd. Dec. 166; May 2015 Mtg., Bd. Dec. 195; April 2019 Mtg., Bd. Dec. 172; October 2019 Mtg., Bd. Dec. 29

35.050.2. Lapel Pins

Lapel pins may incorporate the design of the Rotary emblem with Rotary program indicia, so long as the pin cannot be mistaken for a Rotarian member badge. Lapel pins may be licensed regardless of size, as long as the RI emblem is correctly reproduced. (*October 2015 Mtg., Bd. Dec. 37*)

**Source:** February 1984 Mtg., Bd. Dec. 332; October 1993 Mtg., Bd. Dec. 103; March 1994 Mtg., Bd. Dec. 205; June 1996 Mtg., Bd. Dec. 298; November 1996 Mtg., Bd. Dec. 69;

**Amended by** October 2015 Mtg., Bd. Dec. 37

35.050.3. Prohibition Against “Rotary” as a Brand Name

Except as permitted under RI’s licensing procedures, none of the Rotary Marks, nor any abbreviations or portions thereof, may be used as trademarks or special brands of merchandise. (*September 2017 Mtg., Bd. Dec. 24*)

**Source:** COL 80-102; January 1956 Mtg. Bd. Dec. 94; November 1996 Mtg., Bd. Dec. 69;

**Amended by** September 2017 Mtg., Bd. Dec. 24

35.050.4. Convention Logo Goods

RI licensees may not sell convention logo goods until after the prior year's convention has concluded; however, prior thereto, RI licensees may sell convention logo goods to RI or to HOCs, only, as promotional, give-away goods, according to policy in the *Manual for Conventions*. (October 2024 Mtg., Bd. Dec. 22)

**Source:** October 2024 Mtg., Bd. Dec. 22

35.050.5. A Genuine Rotary Tartan

The tartan designed by the Rotary Club of Glasgow (Scotland) may be sold as A Genuine Rotary Tartan consistent with the principles governing RI's licensing system. The general secretary is authorized to enter into non-exclusive licensing agreements to manufacture, use, sell or market A Genuine Rotary Tartan consistent with RI's licensing practices. (June 1998 Mtg., Bd. Dec. 348)

**Source:** February 1995 Mtg., Bd. Dec. 153; November 1996 Mtg., Bd. Dec. 69

35.050.6. The Rotary Orchid

The orchid developed by the Singapore Botanic Gardens as "Dendrobium Rotary International" shall be referred to, marketed, and sold as the "Rotary Orchid." (June 1998 Mtg., Bd. Dec. 348)

**Source:** November 1997 Mtg., Bd. Dec. 135

35.050.7. Licensing of Software

RI does not generally authorize the licensing of software or other materials based on RI and/or TRF materials. However, RI may license software in support of its social business strategy, which connects Rotarians around purpose-driven initiatives. (October 2012 Mtg., Bd. Dec. 41)

**Source:** March 1997 Mtg., Bd. Dec. 234.

**Amended by** October 2012 Mtg., Bd. Dec. 41

See also June 1996 Mtg., Bd. Dec. 299; November 1996 Mtg., Bd. Dec. 69;

35.050.8. Licensing of "Paul Harris" Items

Licensees are not authorized to sell recognition items using the likeness of Paul Harris or the terms "Paul Harris Fellow," "Rotary Foundation Sustaining Member" or "Benefactor." (June 1998 Mtg., Bd. Dec. 348)

**Source:** November 1996 Mtg., Bd. Dec. 69

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### 35.050.9. Licensing of Services

RI does not generally license services. However, RI may license services in support of its social business strategy, which connects Rotarians around purpose-driven initiatives. *(October 2012 Mtg., Bd. Dec. 41)*

**Source:** November 1996 Mtg., Bd. Dec. 69;

**Amended by** October 2012 Mtg., Bd. Dec. 41

### 35.050.10. Licensing of Alcoholic Beverages

RI does not license alcoholic beverages. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** November 1996 Mtg., Bd. Dec. 69

### 35.050.11. Licensing of Guns, Weapons, or Other Armaments

RI does not license guns, weapons or other armaments. *(January 2017 Mtg., Bd. Dec. 96)*

**Source:** January 2017 Mtg., Bd. Dec. 96

#### Cross-References

34.020. *Permission to Use Rotary Marks*

34.030.2. *Authorized Use of the Rotary Emblem*

34.030.13. *Commercialization of the RI Name and Emblem*

34.030.15. *RI and TRF Guidelines for Use of the Rotary Marks by Other Organizations*

35.010. *General RI Licensing Principles*

37.010. *Guidelines for Sponsorship of RI Meetings, Events, Projects, and Programs*

## **35.060. Advertising and Marketing Limitations**

### 35.060.1. Advertising of Customized Merchandise

Vendors who seek to customize merchandise that is in competition with merchandise provided by official licensees must apply for a license from RI when seeking to sell such merchandise through advertising in *Rotary* magazine and the licensed regional magazines. Alternatively, vendors seeking to advertise in *Rotary* magazine and the licensed regional magazines to sell goods which may be customized and which may compete with officially licensed products shall be required to use the following disclaimer in any of their advertising: “Not licensed to reproduce the Rotary Marks,” or other such disclaimer as the general secretary finds appropriate. The general secretary reserves the right to determine which advertisements shall require a disclaimer. *(January 2019 Mtg., Bd. Dec. 80)*

**Source:** November 1994 Mtg., Bd. Dec. 65; June 2004 Mtg., Bd. Dec. 236;

**Amended by** October 2018 Mtg., Bd. Dec. 68

#### Cross-References

51.010.7. *RI Cause-Related Marketing Policy for Advertising in the Official Magazine*

**35.070. Miscellaneous Licensing Matters**

35.070.1. Telephone Cards

In accordance with overall RI policy, RI does not license, or permit the Rotary Marks to be used on, telephone cards. (*May 2003 Mtg., Bd. Dec. 324*)

**Source:** November 1995 Mtg., Bd. Dec. 80; February 1996 Mtg., Bd. Dec. 158;  
**Amended by** May 2003 Mtg., Bd. Dec. 324

35.070.2. Affinity Credit Cards

In accordance with overall RI policy, RI does not license the use of the Rotary Marks on affinity cards. The use of the Rotary Marks in any affinity card program by RI is prohibited without the prior approval of the general secretary. Only the general secretary is authorized to solicit proposals on behalf of the Board.

Prior to approval by the general secretary, all RI affinity card proposals must conform to the following guidelines:

1. RI approval of all means of solicitation including providing Rotarians the opportunity to request that they not be solicited for an affinity credit card
2. The affinity credit card interest rates must be competitive
3. After subtracting all expenses incurred by RI related to the affinity credit card program, all revenue received by RI from the program, except for revenue noted in point (d) below, shall be distributed to The Rotary Foundation
4. The US\$75,000 amounts received for each 20,000 cards issued through the MasterCard sponsorship agreement shall be allocated to the RI Convention budget
5. RI pre-publication review and approval of any use of the Rotary name and emblem including the card design and all promotional materials associated with the program
6. Restrictions on use of RI's mailing list including that such a list must not be sold, rented or otherwise used by others without the permission of RI.

(*May 2003 Mtg., Bd. Dec. 416*)

**Source:** June 1995 Mtg., Bd. Dec. 240; May 2000 Mtg., Bd. Dec. 400;  
**Amended by** May 2003 Mtg., Bd. Dec. 324; May 2003 Mtg., Bd. Dec. 416

35.070.3. Use of Rotary Name and Emblem on Vehicle License Plates

A Rotary club or district may collaborate with a government monopoly to offer a vehicle license plate bearing the Rotary name and emblem as a public relations and charitable fundraising mechanism, such project to be exempt from a licensing royalty obligation, provided the project meets the following criteria:

1. the plate must be issued by a government monopoly;

2. no commercial venture may be involved;
3. all governors within the designated area(s) must approve of the project;
4. the plate must meet all RI specifications regarding the reproduction of its intellectual property and a prototype of the plate must be submitted to the general secretary for approval; and
5. a revenue sharing formula should be developed, under the guidance of the general secretary, to ensure that the revenue from any fundraising aspect of such project shall benefit the clubs in the designated area(s) and The Rotary Foundation, subject to the approval of the governors in the designated area(s) and the general secretary.

*(November 2000 Mtg., Bd. Dec. 131)*

Source: November 2000 Mtg., Bd. Dec. 131

#### 35.070.4. Use of Rotary Marks on Postage Stamps, Postmarks, and Related Postal Items

A Rotary club or district may collaborate with a government monopoly to offer a postage stamp, postal cancellation mark (postmark), or related postal item bearing the Rotary name and emblem as a public relations effort and, where appropriate, as a charitable fundraising mechanism.

A licensed Rotary magazine may collaborate with a government monopoly to offer a postage stamp, postal cancellation mark (postmark), or related postal item bearing the Rotary name and emblem to publicize Rotary in the area, the magazine, and/or a commemorative event.

Such projects shall be exempt from a licensing royalty obligation, provided the project meets the following criteria:

1. the postage stamp, postmark, or related postal item must be issued by a government monopoly;
2. no commercial venture may be involved;
3. (if a club or district) all governors within the designated area(s) must approve of the project;
4. (if a licensed Rotary magazine), the regional magazine advisory board (which includes current, incoming, and past district governors) must approve the project;
5. the postal item must meet all RI specifications regarding the reproduction of its intellectual property and a prototype of the postal item and any promotional materials, such as the first day cover, must be submitted to the general secretary for review and approval;
6. a revenue sharing formula should be developed, under the guidance of the general secretary, to ensure that the revenue from any fundraising aspect of such project shall benefit the clubs in the designated area(s) and The Rotary Foundation, subject to the approval of the governors in the designated area(s) and the general secretary.

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*(October 2024 Mtg., Bd. Dec. 22)*

**Source:** November 2001 Mtg., Bd. Dec. 69

**Amended by** October 2024 Mtg., Bd. Dec. 22

35.070.5. Information Cards

RI does not approve Information Cards for Rotary clubs, Rotary districts or other Rotary Entities or as licensed products (as defined in the RI license agreement) to be sold by RI licensees, whether or not they bear the Rotary Marks. *(February 1999 Mtg., Bd. Dec. 196)*

**Source:** October 1998 Mtg., Bd. Dec. 89.

**Affirmed by** August 1999 Mtg., Bd. Dec. 60

Cross-References

37.030.4. *Inner Wheel*

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## **ARTICLE 36. PARTNERSHIPS**

<b>36.010.</b>	General Guidelines
<b>36.020.</b>	Strategic Partners
<b>36.030.</b>	Resource Partners
<b>36.040.</b>	Service Partners
<b>36.050.</b>	Project Partners
<b>36.060.</b>	Recognition for Organizations
<b>36.070.</b>	Corporate Project
<b>36.080.</b>	Representatives to Other Organizations
<b>36.090.</b>	Invitations to Attend Meetings of Other Organizations
<b>36.100.</b>	Process for Formalizing Partnerships

### **36.010. General Guidelines**

Rotary International and The Rotary Foundation actively seek to develop partnerships with other organizations that will increase our capacity to provide service. There are four types of partnerships: Strategic, Resource, Service, and Project. All potential partnerships must at a minimum do one or more of the following:

- a) align with the strategic plan
- b) address one or more areas of focus
- c) provide opportunities for positive public image
- d) attract new members, contributions, or project volunteers

Given the extreme variety among potential partners, these guidelines are not exhaustive. All potential partners shall enter into an agreement with RI/TRF, and the nature of each agreement may be different.

While Rotary and/or The Rotary Foundation may, from time to time, partner with organizations whose mission states or implies a religious orientation, results of such partnerships must not promote any particular religious entity, activity, or viewpoint. All proposed partnerships with an organization whose mission states or implies a religious orientation will be carefully researched by staff (including financial considerations and accountability), reviewed by a Foundation committee, and approved by the Trustees and the RI Board to ensure the proposed partnership is appropriate. Any such partnership is open to review and possible termination if analysis determines the collaboration to no longer be appropriate.

Rotary does not endorse its partners, their products or services, policies or positions. Partnership does not imply endorsement or approval of the partner's products or services, policies or positions by Rotary. A partnership does not imply any exclusive arrangement with Rotary. A partnership does not imply any grant of control or influence to the partner over the content of any Rotary activity, publication, position or policy, nor does it imply that Rotary will exert any influence to advance the partner's interests outside the particulars of the arrangements made for the joint initiative, event, or activity. Promotional materials and

communications cannot include any wording or design that suggests endorsement or approval of a product or service, policy or position by Rotary.

The general secretary shall provide an annual report on all partnerships to the Board and the Trustees at their second meetings each year. *(June 2021 Mtg., Bd. Dec. 177)*

**Source:** September 2011 Mtg., Bd. Dec. 32; May 2014 Mtg., Bd. Dec. 136;

**Amended by** October 2014 Mtg., Bd. Dec. 34; October 2015 Mtg., Bd. Dec. 54; April 2018 Mtg., Bd. Dec. 159; June 2021 Mtg., Bd. Dec. 177

#### 36.010.1. Criteria for Evaluation

Reviews of partnership proposals should consider the following:

1. Mission, scope, geographic presence and status of potential partner, including compatibility with RI's diverse membership structure
2. The number of countries or regions the potential partner serves
3. Reputation of the potential partner in the Rotarian community and community at large
4. Success and financial health of the potential partner
5. Willingness of potential partner to make full and continuing financial and operational disclosures
6. The financial impact of the relationship on RI and TRF, including administrative costs
7. The potential of relationship to enhance RI's public image and recognition
8. The effect of the relationship on club or district projects
9. The effect of the relationship on RI/TRF programs
10. Level of participation offered by the potential strategic partner to clubs and districts and the number of Rotarians likely to participate
11. Disclosed conflicts of interest
12. Planned recognition for RI/TRF from the potential partner

RI/TRF shall not enter into partnerships with other organizations that:

1. Conflict with Rotary's values
2. Support the use of addictive or harmful products and activities
3. Promote a particular political or religious viewpoint through the partnership's activities and results
4. Discriminate based on race, ethnicity, age, gender, language, religion, political opinion, sexual orientation, national or social origin, property, or birth or other status through the partnership's activities and results

*(April 2018 Mtg., Bd. Dec. 159)*

**Source:** November 2007 Mtg., Bd. Dec. 70; September 2011 Mtg., Bd. Dec. 32;  
**Amended by** May 2014 Mtg., Bd. Dec. 136; April 2018 Mtg., Bd. Dec. 159

36.010.2. Benefits Provided to Other Organizations

All partners are eligible for one or more of the following services on a graduated basis, with specific benefits defined in each agreement:

1. Promotion on the RI website and in *Rotary* magazine and the licensed regional magazines
2. Information about the organization shared with Rotarians
3. Invitation to apply for booth space at the RI Convention, consistent with section 57.110.7. of the Rotary Code of Policies
4. Invitation to attend or participate in the RI Convention, based on established registration fees and guidelines
5. A license to use one or more of the Rotary Marks, consistent with section 34.030.15. of the Rotary Code of Policies and/or the terms of partner's license agreement with RI/TRF

RI/TRF will not provide partners with any of the following:

1. Membership or donor data
2. Support for fundraising initiatives of other organizations
3. An endorsement of the other organization or its programs
4. Guarantees or commitments on behalf of Rotary clubs or districts to participate or support the other organization or its programs.

*(January 2019 Mtg., Bd. Dec. 80)*

**Source:** February 2007 Mtg., Bd. Dec. 158;  
**Amended by** September 2011 Mtg., Bd. Dec. 32; October 2018 Mtg., Bd. Dec. 68

36.010.3. Contact with Other Organizations

No officer of Rotary International or The Rotary Foundation shall enter into any agreement on behalf of the organization unless approved by the appropriate authority and any non-approved agreement shall be null and void. The general secretary may assign responsibility for officers, staff, and other individuals to open discussions with other organizations.

The general secretary maintains a “no contact list” of individuals, foundations, corporations, governments and other entities with which Rotary International or its Foundation is working to develop relationships and obtain funding at an international level. No representative of any Rotary Entity other than Rotary International or its Foundation shall contact or solicit any organizations on the “no contact list” for the purpose of obtaining funds or cooperation for their projects. Written requests for exceptions to this policy must be submitted to the general secretary, who will consult with the RI president and Trustee chair as appropriate, before responding to the requestor.

This should not be construed as prohibiting clubs, districts and multidistrict groups from developing partnerships with local organizations; on the contrary, they are encouraged to develop these local relationships. Rotary does not endorse its partners, their products or services, policies or positions. Partnership does not imply endorsement or approval of the partner's products or services, policies or positions by Rotary. A partnership does not imply any exclusive arrangement with Rotary. A partnership does not imply any grant of control or influence to the partner over the content of any Rotary activity, publication, position or policy, nor does it imply that Rotary will exert any influence to advance the partner's interests outside the particulars of the arrangements made for the joint initiative, event, or activity. Promotional materials and communications cannot include any wording or design that suggests endorsement or approval of a product or service, policy or position by Rotary. *(April 2018 Mtg., Bd. Dec. 159)*

**Source:** February 2007 Mtg., Bd. Dec. 158;

**Amended by** September 2011 Mtg., Bd. Dec. 32; April 2018 Mtg., Bd. Dec. 159

#### 36.010.4. Use of RI Officers' Titles

No current or past officer of RI shall use or permit the publication of his or her title as such officer in connection with an official position or membership in any other organization, except with the consent of the RI Board. No current or past officer of TRF shall use or permit the publication of his or her title as such officer in connection with an official position or membership in any other organization, except with the consent of the Trustees. *(February 2007 Mtg., Bd. Dec. 158)*

**Source:** COL 80-102; February 2007 Mtg., Bd. Dec. 158.

**Amended by** May 2003 Mtg., Bd. Dec. 325

#### 36.010.5. Amendment of Guidelines

To ensure a unified approach by RI and TRF to contacts and partnerships with other organizations, this amendment and subsequent amendments to the guidelines for partnerships with other organizations as set forth in sections 35.010. through 35.050. of the Rotary Code of Policies and section 1.060. of The Rotary Foundation Code of Policies shall be effective only upon approval by both the Board of Directors of Rotary International and the Trustees of The Rotary Foundation. Such guidelines shall be included in both the Rotary Code of Policies and The Rotary Foundation Code of Policies. *(September 2011 Mtg., Bd. Dec. 32)*

**Source:** February 2007 Mtg., Bd. Dec. 158;

**Amended by** September 2011 Mtg., Bd. Dec. 32

#### 36.020. Strategic Partners

A strategic partnership is a formal relationship between Rotary International and/or The Rotary Foundation and another organization, such as a nongovernmental organization, government agency, charitable foundation, corporation, or university, to facilitate Rotary club or district projects. Strategic partnerships are large scale, multiyear programmatic

relationships in support of the strategic plan for which both entities provide substantial financial resources, technical expertise/resources, advocacy, or a combination thereof. *(September 2017 Mtg., Bd. Dec. 34)*

**Source:** September 2011 Mtg., Bd. Dec. 32;  
**Amended by** September 2017 Mtg., Bd. Dec. 34

36.020.1. Strategic Partnership Liaison Teams

A strategic partnership liaison team shall be established before formal partnership negotiations to offer guidance and provide its recommendation to the RI Board and Rotary Foundation Trustees. The liaison team terminates one year after the sunset of a Strategic Partnership.

The liaison team shall comprise the following members:

1. a current or past trustee with regional or topical experience relevant to the proposed partnership topics
2. a current or past RI director with regional or topical experience relevant to the proposed partnership topics
3. a Rotarian or Rotaractor technical expert who is a member of the Cadre of Technical Advisers or a Rotary Action Group within the appropriate area of focus
4. a technical representative(s) from the Secretariat

*(October 2024 Mtg., Bd. Dec. 20)*

**Source:** October 2024 Mtg., Bd. Dec. 20

36.020.2. Appointment

The volunteer members of the liaison team will be appointed by the Rotary International president and the Trustee chair to serve a three-year term, with the possibility of reappointment for a second term as follows:

1. the Trustee chair shall appoint the current or past trustee member
2. the Rotary International president shall appoint the current or past RI director member
3. the Rotary International president and the Trustee chair shall jointly appoint the Rotarian or Rotaractor technical expert member

The general secretary will appoint the staff representative. *(October 2024 Mtg., Bd. Dec. 20)*

**Source:** October 2024 Mtg., Bd. Dec. 20

36.020.3. Strategic Partner Proposals

The general secretary is authorized to solicit potential strategic partners. Proposals must relate specifically to either the areas of focus or the RI Strategic Plan. *(September 2011 Mtg., Bd. Dec. 32)*

Source: September 2011 Mtg., Bd. Dec. 32

36.020.4. Review and Approval of New Strategic Partners

Proposals for new strategic partners must be approved by both the RI Board of Directors and The Rotary Foundation Trustees, or by the executive committees of both Boards acting on their behalf. *(September 2011 Mtg., Bd. Dec. 32)*

Source: September 2011 Mtg., Bd. Dec. 32

**36.030. Resource Partners**

A resource partnership is a formal relationship between Rotary International and/or The Rotary Foundation and another organization such as a nongovernmental organization, government agency, charitable foundation, corporation, or university that provides a short-term (less than 3 years) allocation of resources, including financial, in-kind, human, and technical resources, to support Rotary International or The Rotary Foundation project or events. *(September 2017 Mtg., Bd. Dec. 34)*

Source: September 2011 Mtg., Bd. Dec. 32;

Amended by October 2015 Mtg., Bd. Dec. 54; September 2017 Mtg., Bd. Dec. 34

36.030.1. Resource Partner Proposals

The general secretary is authorized to solicit other organizations that would have the capacity and interest to be resource partners for either Rotary International or The Rotary Foundation. The general secretary will provide regular updates to the Board and Trustees on these efforts. *(October 2015 Mtg., Bd. Dec. 54)*

Source: September 2011 Mtg., Bd. Dec. 32;

Amended by October 2015 Mtg., Bd. Dec. 54

36.030.2. Approval of Resource Partners

Proposals for resource partners may be approved by the general secretary. A full report of any approval of a resource partner shall be provided to both the RI Board of Directors and The Rotary Foundation Trustees. *(October 2022 Mtg., Bd. Dec. 30)*

Source: September 2011 Mtg., Bd. Dec. 32;

Amended by October 2015 Mtg., Bd. Dec. 54; September 2017 Mtg., Bd. Dec. 34; June 2021 Mtg., Bd. Dec. 177; October 2022 Mtg., Bd. Dec. 30

**36.040. Service Partners**

A service partnership is a formal relationship between Rotary International and/or The Rotary Foundation and another organization, such as a nongovernmental organization, government agency, corporation, or university, to provide opportunities or expertise to enhance Rotary club or district projects at the local, national, and international levels. Service

partnerships are global, flexible, scalable, and may range from small to large in scope, and from short to long term in duration. Service partners add measurable value to the humanitarian activities undertaken by Rotary members, including increased sustainable community impact and enhanced public image and awareness. Prospective service partners must demonstrate sufficient experience successfully working with clubs and/or districts on planning and implementing local or international projects, must have the ability to report on and quantify collaboration with Rotary members, and must have the capacity to work directly with Rotary members on project implementation. Service Partnerships receive no funding from the Secretariat. The role of the Secretariat is to manage the partnership and facilitate Rotarian engagement with partners. (*April 2018 Mtg., Bd. Dec. 159*)

**Source:** September 2011 Mtg., Bd. Dec. 32;  
**Amended by** April 2018 Mtg., Bd. Dec. 159

#### 36.040.1. Service Partner Proposals

The general secretary is authorized to solicit new service partners to support Rotary club or district projects in one or more of the avenues of service or the areas of focus. The general secretary is authorized to contact other organizations who have the potential to be service partners. (*September 2011 Mtg., Bd. Dec. 32*)

**Source:** September 2011 Mtg., Bd. Dec. 32

#### 36.040.2. Review and Approval of Service Partners

The general secretary is authorized to review and approve service partners on behalf of the RI Board and The Rotary Foundation Trustees for terms of one year or less. Service partnerships that will extend beyond one year are renewable, with the approval of both the RI Board of Directors and The Rotary Foundation Trustees, or by the executive committees of both Boards acting on their behalf. (*June 2021 Mtg., Bd. Dec. 177*)

**Source:** September 2011 Mtg., Bd. Dec. 32;  
**Amended by** May 2014 Mtg., Bd. Dec. 136; June 2021 Mtg., Bd. Dec. 177

### 36.050. Project Partners

A project partnership is formal relationship between Rotary International and/or The Rotary Foundation and another organization affiliated with a Rotary Entity, usually an independent nongovernmental organization started or managed by Rotary clubs, districts, or Rotarians. Project partnerships are global, flexible, scalable, and may range from small to large in scope, and from short to long term in duration. Project partners add measurable value to the humanitarian activities undertaken by Rotary members, including increased sustainable community impact and enhanced public image and awareness. Prospective project partners must demonstrate sufficient experience successfully working with clubs and/or districts on planning and implementing local or international projects, must have the ability to report on and quantify collaboration with Rotary members, and must have the capacity to work directly with Rotary members on project implementation. Project partner-ships receive no funding from the Secretariat. The role of the Secretariat is to manage the partnership and facilitate

Rotary member engagement with partners. Project partner activities will be promoted to clubs and districts through a dedicated page on the RI website. *(April 2019 Mtg., Bd. Dec. 146)*

**Source:** September 2011 Mtg., Bd. Dec. 32;

**Amended by** April 2019 Mtg., Bd. Dec. 146

36.050.1. Project Partner Proposals

The general secretary is authorized to solicit other organizations that would have the capacity and interest to be project partners for either Rotary International or The Rotary Foundation. Project partner proposals that seek financial contributions from Rotarians must include a significant service component. *(September 2011 Mtg., Bd. Dec. 32)*

**Source:** September 2011 Mtg., Bd. Dec. 32

36.050.2. Review and Approval of Project Partners

The general secretary may grant project partner status to other organizations. Project partners that will seek financial contributions from Rotarians must be approved by both the RI Board of Directors and The Rotary Foundation Trustees. Any solicitation by clubs or districts on behalf of project partners shall comply with Rotary's circularization policy. *(September 2011 Mtg., Bd. Dec. 32)*

**Source:** September 2011 Mtg., Bd. Dec. 32

**36.060. Recognition for Organizations**

Guidelines for recognizing organizations are as follows:

1. Because contributions accumulate, organizations may be recognized as they reach each successive level.
2. Contributions from organizations including corporations, corporate foundations, governments, nongovernmental organizations, universities, and research institutions totaling US\$100,000 or more that are not sponsorships, not a Rotary organization, and that are not being recognized in individual recognition are eligible for recognition under Rotary's Recognition for Organizations. Sponsors of World Polio Day and the Rotary International Convention receive rights and benefits according to their sponsorship package and are not included in Rotary's Recognition for Organizations.

3. The levels established for Rotary's Recognition for Organizations are as follows:

Level 1: US\$100,000 - \$249,999

Level 2: US\$250,000 - \$499,999

Level 3: US\$500,000 - \$999,999

Level 4: US\$1,000,000 - \$2,499,999

Level 5: US\$2,500,000 - \$4,999,999

Level 6: US\$5,000,000 and above

4. Suggested benefits for each level are subject to negotiation with the organization.  
*(October 2018 Mtg., Bd. Dec. 47)*

Source: October 2018 Mtg., Bd. Dec. 47

**36.070. Corporate Project**

A corporate project is defined as a project undertaken by Rotary International and its Foundation, and approved by a Council, in which all clubs worldwide are encouraged to participate. As outlined in section 40.040.1. of the Rotary Code of Policies and section 60.060. of The Rotary Foundation Code of Policies, no new corporate projects will be considered until the PolioPlus program is completed. *(September 2016 Mtg., Bd. Dec. 28)*

Source: February 2007 Mtg., Bd. Dec. 158;

Amended by June 2007 Mtg., Bd. Dec. 226; September 2016 Mtg., Bd. Dec. 28

**36.080. Representatives to Other Organizations**

The president, in consultation with the Trustee chair as appropriate, may appoint an experienced Rotarian to act as a representative to organizations with which RI or TRF have cooperative relationships.

Representatives shall serve for the term of the relationship or a maximum of three years, renewable for a further three years.

Representatives will act as liaison between the cooperative organization, the president, the Trustee chair and the general secretary, attending meetings as requested, monitoring progress on the relationship and communicating with the cooperating organization on policy, programs and activities of RI and TRF relevant to the cooperative relationship.

Representatives shall receive initial orientation and ongoing briefings as necessary to fulfill their responsibilities.

Expenses shall be reimbursed to the extent of approved budgeted amounts and in accordance with RI policy.

The president, in consultation with the Trustee chair as appropriate, may remove a representative at any time. *(February 2007 Mtg., Bd. Dec. 158)*

Source: February 2007 Mtg., Bd. Dec. 158

**36.090. Invitations to Attend Meetings of Other Organizations**

The general secretary shall respond to invitations for RI or TRF to attend meetings of other organizations in the following manner:

1. Evaluate the meetings in terms of both potential program information and Rotary visibility
2. Identify Rotarians -- such as general officers, members of RI committees, as well as other Rotary leaders -- who both live in or near the meeting city and who are knowledgeable about Rotary activities relating to the subject of the meeting and to include this information in the database being developed for the president, president-elect, president nominee, TRF chair, and TRF chair-elect
3. Following consultation with the president and/or TRF chair (as appropriate), invite the selected Rotarians to attend the meeting and to:
  - a. act as observers, collecting and recording information pertinent to Rotary, unless invited in a specific capacity as a speaker, panelist or to collect an award on behalf of RI or TRF as otherwise instructed
  - b. make written reports, after the meeting, to the president or TRF chair, who through the general secretary will relay them to relevant committee chairs
  - c. be reimbursed for expenses, if any, in connection with their attendance at meetings as outlined in the invitation letter.

*(January 2011 Mtg., Bd. Dec. 137)*

**Source:** October 1993 Mtg., Bd. Dec. 98;

**Amended by** February 2007 Mtg., Bd. Dec. 158; June 2007 Mtg., Bd. Dec. 280; January 2011 Mtg., Bd. Dec. 137

### **36.100. Process for Formalizing Partnerships**

1. Identify needs within each Area of Focus.
2. Build pool of potential strategic partners within each Area of Focus.
3. Perform initial due diligence and research on organizations appearing to provide a good fit for Rotary (1–2 weeks).
4. For “Pass” organizations, initiate contact, if communication not already initiated by the other organization, Rotarians or Trustees (1–3 months).
5. Conduct in-depth due diligence and analysis of organization and potential for partnership (1 month).
6. Explore Partnership Opportunities (2–3 months).
7. Arrange Trustee Site visit to negotiate parameters of relationship (1–2 months).
8. Present the results of the site visit to staff review team for review (1 month).
9. Secure Trustee and RI Board approval of organization and strategic partnership concept (2–3 months).

10. Prepare draft memorandum of understanding and finalize negotiations with partner (2–4 months).
11. Concurrent with step 9, prepare web and strategic partnership application materials (1–2 months).
12. Communicate and promote relationship (1–2 months).
13. Implement the scope of work outlined in the memorandum of understanding.
14. Monitor, evaluate, and adjust.
15. Renew or end relationship.

*(November 2021 Mtg., Bd. Dec. 34)*

**Source:** October 2014 Mtg., Bd. Dec. 64;

**Amended by** June 2021 Mtg., Bd. Dec. 177; November 2021 Mtg., Bd. Dec. 34

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## **ARTICLE 37. RI GUIDELINES FOR SPONSORSHIP AND COOPERATION**

**37.010.** Guidelines for Sponsorship of RI Meetings, Events, Projects, and Programs

**37.020.** Cooperation with United Nations

**37.030.** Cooperation with Other Organizations and Groups

### **37.010. Guidelines for Sponsorship of RI Meetings, Events, Projects, and Programs**

The Board, acknowledging that RI meetings, events, projects and programs are supported in part through sponsorships by business entities and governmental agencies, has adopted the following terms for acceptance of sponsorship of RI meetings, events, projects and programs:

1. Sponsorships are relationships with other organizations which benefit RI, TRF, and Rotary projects(s) and Rotary program(s), in image-enhancing, promotional, monetary or other ways. Club and district events, such as conferences, PETS, etc., should be permitted to accept sponsorships; however the Council on Legislation is not an acceptable sponsorship venue. Each sponsorship relationship should terminate either within a defined period of time or with the completion of the sponsored event. It is important to maintain the appropriate level of decorum at any Rotary event.
2. RI does not endorse its sponsors, their products or services, policies or positions. Sponsorship does not imply endorsement or approval of the sponsor's products or services, policies or positions by RI. A sponsorship does not imply any exclusive arrangement with RI. A sponsorship does not imply any grant of control or influence to the sponsor over the content of any RI activity, publication, position or policy, nor does it imply that RI will exert any influence to advance the sponsor's interests outside the particulars of the arrangements made for the sponsored event or activity. Promotional materials and communications cannot include any wording or design that suggests endorsement or approval of a product or service, policy or position by RI.
3. RI will not accept a sponsorship that:
  - a. Conflicts with Rotary's ethical and humanitarian values
  - b. Undermines internationally recognized standards for human rights
  - c. Supports the use of addictive or harmful products and activities, including but not limited to alcohol (when inappropriate in a specific cultural context), tobacco, gambling, and guns, weapons or other armaments
  - d. Promotes a particular political or religious viewpoint through the partnership's activities and results
  - e. Discriminates based on race, ethnicity, color age, gender, language, religion, political opinion, sexual orientation, national or social origin, property, or birth or other status through the partnership's activities and results
  - f. Weakens the autonomy, independence, reputation, or financial integrity of Rotary International, The Rotary Foundation, or the specific Rotary club, district or other Rotary Entity

- g. Involves any subject matter which is not in accord with the Object of Rotary
4. Further to point 3.c., above, where culturally appropriate, convention host organizing committees may solicit alcoholic beverage companies as sponsors, recognizing that the terms of any sponsorship relationship shall be subject to any restrictions with respect to the use, sale and marketing of alcoholic beverages in the venue contract(s). If there is a merchandising component to such a sponsorship, whether for give-away or sale, and whether or not for fundraising purposes, then:
    - a. the label on the alcoholic beverage shall not contain the Mark of Excellence or the simplified Rotary wheel.
    - b. in such instances, the general secretary shall develop a suitable substitute label design for the approval of the RI president (when known) who presides over the convention together with the general secretary, consistent with policy at 57.010.1.
  5. Cultural and legal variances in business practices among nations should be identified and honored whenever possible in matters of RI meeting, event, project and program sponsorship. In realization that business practices are not universal, ethical guidelines appropriate to a given culture should be developed, published, and applied by those responsible for the solicitation and/or acceptance of RI meetings, events, projects or programs-related sponsorship.
  6. Any sponsorship must comply with relevant laws.
  7. Any sponsorship revenue or donations-in-kind (the value thereof, see paragraph 7, below) received will be subject to the terms of any agreement between RI and any local organizing entity.
  8. Sponsorships that would appear in revenue projections for RI meetings, events, projects or programs of necessity shall be guaranteed in writing by the intended sponsor. Moreover, such written intent shall clearly state what, if anything, the sponsor expects in return for its assistance.
  9. Donations-in-kind shall be considered as sponsorship to the extent of their lowest reasonable fair market financial value.
  10. Recognition for sponsorships shall occur--primarily during the actual meeting, event, project or program--in the form of published attribution and acknowledgment of thanks, verbal expression of gratitude, signage anywhere within meeting facilities, and to the extent that the planning committee for that meeting, event, project or program finds acceptable. In no instance, shall a sponsor name be included in the name, title or logo of any meeting, event, project or program. Sponsors of specific events or projects of Rotary may be identified in the following manner “[Rotary event or project name] presented by [sponsor’s name].”
  11. All sponsorship proposals, whether obtained by RI or by a local organizing entity, shall require the approval of the general secretary in consultation with the president (when known) who presides over the convention or the general secretary and president-elect presiding over an International Assembly. Such approval shall include but not be limited to the following aspects of each sponsorship proposal:

- a. Appropriateness of the sponsor
  - b. Nature of the sponsorship plan
  - c. Extent of the sponsorship relationship
  - d. Share of the sponsorship revenue between RI and any local organizing entity
  - e. Nature of the sponsorship recognition
12. “Official Sponsorship Designations”: The general secretary will review applications and bids for companies that will be designated “official.” For example, an “official” air carrier, and where appropriate, an “official” rental car company and other services, may receive a similar designation. Competitive firms are sought for the designations, and proposals are obtained and analyzed by the general secretary. For the air carrier, the general secretary considers not only the fare proposed but also the capacity of the carrier, the complimentary tickets and freight offered to RI.

The selection of “official” service firms should be recommended by the general secretary’s staff assigned to convention activities and approved by the general secretary and the president who will preside over the convention. Transparency in the bid process is important.

13. “Exclusive Sponsorship Categories”: Unless permission from RI is sought and obtained in advance of any solicitation on the part of a local organizing entity, RI reserves exclusive rights to solicit and accept sponsorships with airline companies and banking/financial institutions, due to RI’s long-term agreements and relationships with such entities.
14. First aid/medical sponsorships: The specifics and details involved with a medical/first aid sponsor must be approved by the general secretary, in consultation with the president (when known) who presides over the convention, at least three months before the meeting, event, project, or program to ensure that the sponsoring organization can comply with RI’s contractual requirements, including but not limited to insurance and indemnification requirements. First aid/medical sponsors sent to the general secretary later than three months before the meeting, event, project, or program will not be considered.
15. Internet sponsorships: The specifics and details involved with an internet sponsor must be approved by the general secretary, in consultation with the president (when known) who presides over the convention, at least three months before the meeting, event, project, or program to ensure that the sponsoring organization can provide the internet services RI requires at its events and also comply with RI’s contractual requirements, including but not limited to insurance and indemnification requirements. Internet sponsors sent to the general secretary later than three months before the meeting, event, project or program will not be considered.
16. Each RI sponsorship relationship should terminate either within a defined period of time or with the completion of the sponsored meeting, event, project or program.

17. Except by Board authorization, individual member data must not be used for sponsorship purposes and must stay within the control of RI. However, any determination to allow access to individual member data must respect the individual rights of Rotarians, including relevant legal restrictions. All sponsorships must follow the Rotary Privacy Statement (Rotary Code section 26.080.)
18. All uses of the Rotary Marks for the sponsorship purposes contemplated herein must be governed by the "RI and TRF Guidelines for Use of the Rotary Marks by Other Organizations" (Rotary Code Section 34.030.15.). A copy of these Guidelines must be attached to and incorporated in any contract entered into between RI or any local organizing entity and any Sponsor.

*(January 2021 Mtg., Bd. Dec. 84)*

**Source:** October 1998 Mtg., Bd. Dec. 86; November 2007 Mtg., Bd. Dec. 70; November 2008 Mtg., Bd. Dec. 81.

**Amended by** February 1999 Mtg., Bd. Dec. 237; August 2000 Mtg., Bd. Dec. 64; November 2001 Mtg., Bd. Dec. 71; February 2002 Mtg., Bd. Dec. 213; January 2012 Mtg., Bd. Dec. 201; October 2013 Mtg., Bd. Dec. 52; May 2014 Mtg., Bd. Dec. 136; September 2016 Mtg., Bd. Dec. 28; January 2017 Mtg., Bd. Dec. 96; June 2017 Mtg., Bd. Dec. 172; April 2018 Mtg., Bd. Dec. 159; October 2019 Mtg., Bd. Dec. 61; October 2019 Mtg., Bd. Dec. 62, January 2020 Mtg., Bd. Dec. 85; September 2020 Mtg., Bd. Dec. 23; January 2021 Mtg., Bd. Dec. 84

#### Cross-References

- 34.030.15. *RI and TRF Guidelines for Use of the Rotary Marks by Other Organizations*  
36.010.1. *Criteria for Evaluation of Partnership Proposals*  
69.060.1. *Contributions to and Support for Other Organizations*

### **37.020. Cooperation with United Nations**

*Rotary International holds the highest (Category 1) consultative status with the Economic and Social Council of the United Nations.*

#### **37.020.1. Rotary and The United Nations**

Rotarians are encouraged to acquaint themselves with the activities of the United Nations directed to the advancement of world peace. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** January 1952 Mtg., Bd. Dec. 98; June 1982 Mtg., Bd. Dec. 393

#### **37.020.2. Membership in UN and its Agencies**

RI shall not take membership in any of the organizations related to the United Nations or its specialized agencies. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** July 1948 Mtg., Bd. Dec. 28

37.020.3. Support for RI Principal and Alternate Representatives to UN

RI principal and alternate representatives to the three UN offices should have the best possible orientation and support which should include, at a minimum, basic tools such as business cards and stationery. RI shall provide annual reimbursement of their allowable expenses upon receipt of appropriate invoices. *(June 2007 Mtg., Bd. Dec. 278)*

**Source:** November 1990 Mtg., Bd. Dec. 138;

**Amended by** June 2007 Mtg., Bd. Dec. 278

37.020.4. Orientation for RI Representative to UN

The official RI representative should receive extensive and continuing orientation and guidance by visits to RI world headquarters in Evanston and participation in such meetings as the International Assembly and/or convention, when invited by the president, and should work in cooperation with the staff person responsible for the UN relations (including non-government organizations) in Evanston to establish operational procedures, reporting mechanisms and identification of opportunities for RI to advance its programs and increase its visibility at the UN and its agencies as a world-class service organization which, in turn, will enhance Rotary's image with governments, world leaders, and the general public. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** June 1992 Mtg., Bd. Dec. 350; March 1993 Mtg., Bd. Dec. 196

37.020.5. Terms of Reference for RI Representatives to UN

Principal representatives shall be experienced Rotarians who have interest and expertise in the organization(s) to which they are assigned and who shall live in proximity to these organizations' offices.

Representatives are appointed to serve for one year by the president and may serve for up to three years. Principle representatives shall receive initial and ongoing orientation and training as to their responsibilities; the operations of their assigned organization(s) or agency(ies) and the policies, programs and activities of RI and its Foundation.

Principal representatives shall provide regular reports to the general secretary regarding attendance at meetings, achievement of RI program and public relations objectives, and opportunities for enhancing RI visibility through their assigned organization(s) or agency(ies) and contacts with other Non-Governmental Organizations (NGOs).

Representatives shall monitor their assigned organization(s) or agency(ies) and other NGOs, relaying to RI those matters which relate to RI's missions and activities. Representatives shall not have the authority to make or change RI policy and programs, but should communicate established policy, programs and activities as reflected in official Rotary material or as developed and approved by the Board, the president or the general secretary.

Within the framework of an approved budget, representatives shall conduct activities to further communication between RI and their assigned organization(s) or agency(ies). These

activities must be authorized by the president and coordinated by the general secretary. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** March 1994 Mtg., Bd. Dec. 201

37.020.6. Terms of Reference for Alternate RI Representatives to UN

Alternative representatives shall be experienced Rotarians who have interest in and expertise about the organization to which they are assigned and who live in proximity to that organization's offices.

At the request of the president, alternative representatives may be appointed in both New York and Geneva for terms of at least three years on a staggered basis consistent with the appointment of principal representatives, and shall receive initial and ongoing orientation and training as to their responsibilities.

If asked to serve, alternate representatives may receive direction from the principal representatives and should provide regular reports to them regarding attendance at meetings, achievement of RI program and public relations objectives, and opportunities for enhancing RI visibility through the UN system and contacts with other NGOs. Alternate representatives shall not have the authority to make or change RI policy and programs, but should communicate established policy, programs and activities as reflected in official Rotary material or as developed and approved by the Board, the president, or the general secretary. (*February 1999 Mtg., Bd. Dec. 196*)

**Source:** March 1994 Mtg., Bd. Dec. 201;

**Amended by** October 1998 Mtg., Bd. Dec. 140

37.020.7. Volunteer Representatives to UN

The president shall appoint suitable volunteer representatives to UN agencies in other locations. (*June 1998 Mtg., Bd. Dec. 348*)

**Source:** November 1991 Mtg., Bd. Dec. 140

37.020.8. Publicity for Cooperation with UN

The general secretary shall arrange for periodic publication of articles in *Rotary* magazine and the licensed regional magazines on the UN, its agencies, and the work of RI's UN representatives. (*January 2019 Mtg., Bd. Dec. 80*)

**Source:** November 1990 Mtg., Bd. Dec. 138;

**Amended by** October 2018 Mtg., Bd. Dec. 68; January 2019 Mtg., Bd. Dec. 80

37.020.9. Club Cooperation with UN

All clubs should explore every opportunity for cooperation with local units of the United Nations Associations and at local offices of the United Nations and affiliated agencies, provided that such does not contravene RI's Constitution and Bylaws. (*June 1998 Mtg., Bd. Dec. 348*)

Source: November 1991 Mtg., Bd. Dec. 140

**37.030. Cooperation with Other Organizations and Groups**

**37.030.1. RI Representatives to the United Nations and Other Organizations**

The system of RI representatives to the United Nations community and to non-governmental organizations includes the following organizations:

1. United Nations Headquarters, New York
2. United Nations Office, Geneva, Switzerland
3. African Development Bank
4. Asian Development Bank
5. UN Educational, Scientific, and Cultural Organization (UNESCO), Paris, France
6. UN Environment Programme (UNEP), Nairobi, Kenya
7. UN Food and Agricultural Organization (FAO), Rome, Italy
8. UN World Food Program (WFP), Rome, Italy
9. World Bank, Washington, D.C.
10. Organization of American States (OAS), Washington, D.C.
11. Organization of African Unity (AU), Addis Ababa, Ethiopia
12. UN Economic Commission for Latin America and the Caribbean (ECLAC), Santiago, Chile
13. UN Economic Commission for Africa (ECA), Addis Ababa, Ethiopia
14. UN International Fund for Agricultural Development, Rome, Italy
15. European Union
16. League of Arab States
17. Commonwealth of Nations
18. Organization for Economic Cooperation and Development (OECD)

The president should consider appointing qualified Rotarians to serve as representatives to these organizations in accordance with the guidelines established by the Board in section 36.080. of this Code.

RI representatives to other organizations should have the best possible orientation and support which should include, at a minimum, basic tools such as business cards and

stationery. RI shall provide annual reimbursement of their allowable expenses upon receipt of appropriate invoices.

The RI president may appoint Rotaractors to serve as youth representatives, where appropriate. *(September 2020 Mtg., Bd. Dec. 23)*

**Source:** March 1997 Mtg., Bd. Dec. 243; June 2007 Mtg., Bd. Dec. 278;

**Amended by** November 2007 Mtg., Bd. Dec. 118; January 2008 Mtg., Bd. Dec. 142; October 2012 Mtg., Bd. Dec. 124; January 2013 Mtg., Bd. Dec. 140; April 2020 Mtg., Bd. Dec. 146

#### 37.030.2. Dean of the RI Representative Network

The dean of the RI representative network is the identified leader and expert for RI's representatives to the United Nations and other organizations. The dean acts both as adviser to the representatives and advocate for the United Nations and other organizations to the greater Rotary world.

The RI president shall appoint the dean annually. Candidates for this position will be limited to existing RI representatives to the United Nations and other organizations.

The general secretary shall support the dean in conjunction with the RI representatives to the United Nations and other organizations and shall budget accordingly for related travel expenses associated with this position. *(June 2013 Mtg., Bd. Dec. 196)*

**Source:** January 2013 Mtg., Bd. Dec. 175;

**Amended by** June 2013 Mtg., Bd. Dec. 196

#### 37.030.3. Council of Europe

In its consultative status with the Council on Europe, Rotary International is not to be interpreted as endorsing a particular regional structure or plan, but rather as pursuing its goal of advancing international understanding, goodwill and peace.

As appropriate, the president shall appoint a past governor or higher-ranking Rotarian to serve as RI representative to the Council of Europe, reporting through either the UN liaison advisory committee, an equivalent committee or the general secretary. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** November 1992 Mtg., Bd. Dec. 97

#### 37.030.4. Inner Wheel

Although RI and Inner Wheel share some of the same service goals, they are separate organizations and have no official affiliation.

The general secretary shall maintain an agreement with International Inner Wheel concerning its emblem, consistent with RI's obligation to protect and preserve the RI emblem. *(September 2011 Mtg., Bd. Dec. 34)*

**Source:** July 1991 Mtg., Bd. Dec. 54;

**Amended by** May 2000 Mtg., Bd. Dec. 410; September 2011 Mtg., Bd. Dec. 34

37.030.5.     **PROBUS Clubs**

Rotary clubs may, at no cost to RI, organize and support PROBUS clubs as a worthwhile community service activity. PROBUS is not a program of Rotary International. As appropriate, the general secretary shall share information about PROBUS clubs with Rotary clubs through existing RI publications. The general secretary shall refer clubs interested in sponsoring PROBUS clubs to the PROBUS center in their area. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** May 1989 Mtg., Bd. Dec. 326; March 1992 Mtg., Bd. Dec. 221; March 1994 Mtg., Bd. Dec. 171; November 1996 Mtg., Bd. Dec. 103

37.030.6.     **Groups of Former Rotarians**

Groups of former Rotarians organized to promote acquaintance and fellowship and to further their individual active interest in service to others are looked upon with favor. No objection will be offered to the establishment of any such group provided it is organized and functions as follows:

1. The organization of a group of former Rotarians shall be undertaken by the interested former Rotarians concerned.
2. The group shall determine the method of ascertaining the eligibility and qualifications of its members and shall not include in its membership members of clubs or those who have never been Rotarians.
3. Members of the group may identify themselves as “former Rotarians” or “past Rotarians” individually and in the name of the group.
4. The group shall not use the words “Rotary,” “Rotary club,” “Rotarian” (except as established above) or “Rotary International” in its name or publications, nor shall such group or its individual members use the Rotary emblem or any modification of the emblem or any other similar emblem.
5. There shall be no direct or indirect implication that the group is an affiliated club of RI or in any other way officially a part of or recognized by RI.
6. The purposes of the group shall be to develop acquaintance and fellowship among its members and to provide opportunities for participation in service activities, and its program and activities shall be consistent with such purposes.
7. The group shall not take corporate action or give corporate expression of opinion on political subjects or on the organization, administration and functioning of RI or its member clubs.
8. The group may not circularize Rotary clubs or Rotarians on any matter whatsoever.

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9. Members of the group do not inherently have the right to attend Rotary club meetings or RI meetings and do not otherwise by right have access to RI or its officers or to Rotary clubs and their officers or to RI publications.
10. RI shall not provide financial assistance to any group of former Rotarians, nor shall such group seek financial assistance from RI or its member clubs.
11. A meeting of the group shall not be the basis for attendance credit for Rotarians.
12. Former Rotarians are encouraged to organize in groups in accordance with the foregoing procedure and conditions, provided that such encouragement does not constitute sponsorship or official recognition of any such group.

*(January 2020 Mtg., Bd. Dec. 99)*

**Source:** May 1965 Mtg., Bd. Dec. 247;

**Amended by** January 2020 Mtg., Bd. Dec. 99

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## **ARTICLE 38. TERRITORIAL, REGIONAL, AND SECTIONAL GROUPINGS**

- 38.010.** Territorial Units-RIBI
- 38.020.** Limitations on Administrative Units

### **38.010. Territorial Units-RIBI**

#### **38.010.1. Relationship Between RI and RIBI**

RI fully recognizes and respects the integrity of the resolution of the 1927 Convention that authorizes RIBI to operate as the sole territorial unit form of administration within RI, and will continue to do so unless requested by the General Council of RIBI or a majority of the member clubs of Great Britain and Ireland to dissolve or modify the territorial unit of RIBI. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** November 1984 Mtg., Bd. Dec. 60

#### **38.010.2. RIBI Officers' Attendance at International Assembly and Convention**

Officers and officers-nominee of RIBI are authorized to attend the International Assembly and Convention as official participants, at no expense to RI. *(January 2011 Mtg., Bd. Dec. 117)*

**Source:** November 1984 Mtg., Bd. Dec. 60;

**Amended by** January 2011 Mtg., Bd. Dec. 117. **Affirmed by** March 1992 Mtg., Bd. Dec. 218

### **38.020. Limitations on Administrative Units**

It is not in the best interest of RI to consider any future or additional form of administrative structure or specific geographic areas of the world that would be parallel to or similar to the RIBI territorial unit. *(June 1998 Mtg., Bd. Dec. 348)*

**Source:** November 1984, Mtg. Bd. Dec. 60

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