

Introduction

These introductory notes are for the benefit of all delegates attending the business meeting in Manchester. The meeting will be regulated under the Association's Standing Orders, which are contained in the RIBI Constitutional documents pages 27 to 33 (issued November 2016).

If any Rotarian wishes to address the meeting in the debates which are to take place, it would be helpful to everyone if they could make their way to a microphone well in advance, commencing with a clear statement of their **name and club only**. It would be helpful to the Chairman of the meeting if he knew whether it was the intention of the Rotarian to speak **for** the resolution (green card), **against** the resolution (red card), **to close the debate** (blue card) or to **raise a procedural point** (yellow card). Speakers will not be recognised if they do not use a microphone, nor will their valuable contributions to the debate be recorded.

The proposer for each resolution will be allowed **5** minutes to state their case. All other speakers will be allowed **3** minutes. Before the resolution is put to the vote, the proposer will be allowed a further **3** minutes to exercise their right of reply. The reply shall be strictly confined to answering previous speakers, and any new matter shall not be introduced into the debate. The rostrum lights will turn from **green to amber** when **1** minute of speaking time remains. A **red** light indicates that the permitted time has expired and speakers must close within **10** seconds, after which time the microphone will switch off, unless the business meeting approves an extension. The Chairman has indicated that he will enforce these rules.

Standing Order 16 Amendments to be in Writing – Every amendment shall be moved and seconded by a duly accredited voting delegate and shall be reduced to writing, signed by the mover, and forwarded to the General Secretary of the Association not later than seven days before the first day of the annual conference, and shall be read before it is further discussed or put to the meeting. However, the chairman may waive such requirement on the basis that the proposed amendment is clearly understandable and straightforward as orally stated from the floor by the proposer of such amendment and a written copy is handed to the General Secretary of the Association. No voting delegate shall move or second more than one amendment to any individual resolution.

All voting will be by electronic means when available. Otherwise, voting will be by show of hands, unless you the delegates, by a two-thirds majority, decide that a ballot should be taken or the Chairman of the business meeting decides that a ballot would be advisable. All speakers are requested to address the Chairman only.

Standing Order 4 Rules as to speeches – reply – A Rotarian shall not, unless by leave of the Chairman, address the business meeting more than once on any proposed resolution or amendment, but the mover of an original proposed resolution, or of an amendment which has become the substantive resolution, may reply.

In order to clarify any matter, the Chairman of the Constitutions committee and General Secretary are permitted to address the meeting. The Chairman of this year's business meeting, PDG Tom Griffin, will be available to Rotarians proposing or seconding conference resolutions/ amendments for a briefing meeting on procedural matters. This will take place onsite and in the morning prior to the business meeting, for the benefit of all. The Chairman of the Constitutions Committee and the General Secretary shall also be invited to attend this meeting.

Voting delegates planning to attend the business meeting in person must report to the Constitutions Committee at the Conference Credentials Desk prior to 2pm on 8th April before they shall be entitled to vote at the business meeting. The Chairman and members of the RIBI Constitutions committee will be available for consultation in the Manchester Central Conference Centre between 9.30am and 5pm on Friday 7th April and 8.30am and 1.30pm on Saturday 8th April 2017.

It is anticipated that online voting will be available to voting delegates. This would mean that voting delegates would not have to be present at the business meeting, but voting delegates (and their deputies) not present at the business meeting must have an email address and be available to vote online from 2pm on the afternoon of 8th April 2017.

RIBI Business Meeting 2017 - Agenda

1. Annual Report for 2015/16

Immediate Past President Peter Davey will present the annual report of the General Council for the year 2015/16.

- **Report of the RIBI Donations Trust - to be taken as read questions only**
- **Report of the RIBI Premises Trustee - to be taken as read questions only**

After the presentation, the following resolution will be put to the conference:

That the Annual Report of the General Council 2015/16 be adopted.

2. Report by the Director of Rotary International

3. Statements of Account for 2015/16

Honorary Treasurer Niall Blair will present the annual accounts of the Association for the year 2015/16.

After discussion the following resolution will be put to the meeting:

That the audited statements of account for the year ended 30th June 2016 be adopted.

4. Auditors

That Burgis and Bullock, Chartered Accountants and Registered Auditors, be appointed auditors to the Association for 2016/17 accounts.

5. Nominations

The elected President Nominee of Rotary International in Great Britain and Ireland 2017/18 and the District Governors for 2019/20 will be formally presented for nomination by conference to the convention of Rotary International for election.

President Nominee 2017/18 Donna Wallbank		
District 1010 – Alistair McNair	District 1110 – Lawrence Tristram	District 1190 – Miles Leadbeater
District 1020 – Johanna Pawley	District 1120 – TBC	District 1200 – Dennis Stevens
District 1030 – Jacqueline Molyneux	District 1130 – Tony Sharma	District 1210 – Brian Reilly
District 1040 – Manoj Joshi	District 1145 – Alan Moss	District 1220 – Cheryle Berry
District 1060 – Michael Pegg	District 1150 – Peter Hamilton	District 1230 – Jimmy Johnston MBE
District 1070 – Rodney Spokes	District 1160 – William Cross	District 1240 – Pauline Dean
District 1080 – Jonathan King	District 1175 – Simon Wood	District 1260 – Mary Whitehead
District 1090 – Frank Quinn	District 1180 – Bob Maskall	District 1285 – Patrick Tyrrell
District 1100 – Judy Powell		

6. RIBI Structure and Business Plan 2017/20

Vice President Denis Spiller will present the RIBI Structure and Business Plan for the Rotary years 2017/20.

After discussion, resolution **16/17:01** will be put to the business meeting.

7. Proposed budget for 2017/18

Honorary Treasurer Niall Blair will present the proposed budget for the Rotary year 2017/18.

After discussion, the following resolutions will be put to the business meeting:

That the budget for 2017/18, incorporating an annual subscription of £60 per member, be approved.

That the forecast for 2018/19, incorporating an annual subscription of £62 per member, be approved.

That the forecast for 2019/20, incorporating an annual subscription of £65 per member, be approved.

8. Resolutions to the RIBI Business Meeting 2017

Overview of Resolutions to the RIBI Business Meeting 2017

Resolution Number with Purpose and Effect
<p><i>16/17:01 To amend the financial cycle of Rotary International in Great Britain and Ireland</i></p> <p>To bring the financial cycle of Rotary International in Great Britain and Ireland into line with the triennial cycle of Rotary International and make arrangements of budgeting and forecasting income and expenditure on a 3 year rolling cycle rather than on a 1 year basis as at present.</p>
<p><i>16/17:02 To amend the Articles of Constitution of Rotary International in Great Britain and Ireland.</i></p> <p>The General Council believes that by altering the name of the General Council to Governing Council better reflects what the Council does and the relationship between it and other committees. Any amendments to the Constitution shall become effective only when constitutionally ratified by Rotary International.</p>
<p><i>16/17:03 To amend the name of the General Council and Executive Committee.</i></p> <p>The General Council believes that altering the name of the General Council to Governing Council and the name of the Executive Committee to Operational Committee better reflects what they do and makes the relationship between them clearer.</p>
<p><i>16/17:04 To amend the timing for the Association Business Meeting.</i></p> <p>Rotary International in Great Britain and Ireland propose to hold a face to face business meeting every third year. In the intervening years the business meeting will be held in appropriate format including on line as agreed by the General Council.</p>
<p><i>16/17:05 To amend the requirement that the Hon. Treasurer of RIBI has to have been a member of the RIBI General Council.</i></p> <p>The General Council feel that by deleting reference to having served as a District Governor on General Council before being eligible for nomination as Honorary Treasurer will result in a widening of the likely candidates for Honorary Treasurer.</p>
<p><i>16/17:06 To amend the expenses paid to ex-officio voting delegates to the Annual Business Meeting.</i></p> <p>The current RIBI By-laws do not reflect the Standing Decisions of the General Councils of 2001-2002 and 2005-2006 regarding those ex-officio voting delegates to the Annual Business Meeting whose expenses are paid by the Association. The proposed resolution removes any ambiguity and brings the RIBI By-laws and General Council Standing Decisions into harmony. The By Law will take effect from the 1st July 2017.</p>
<p><i>16/17:07 To discontinue the annual conference of Rotary International in Great Britain and Ireland in its present format and instigate an alternative annual event which will focus on such matters as external public relations/marketing within an agreed budget.</i></p> <p>The General Council recommends that the RIBI Conference in its present format be discontinued with effect from the 1st July 2018. It is proposed that an alternative Annual Event will take place with a focus on external matters within an agreed budget reducing the overall costs of staging a joint Conference and business meeting of the Association.</p>
<p><i>16/17:08 To amend the system of voting for District Councils to allow for electronic voting which may include e mail or internet technology in addition to postal voting in respect of By Law 11(9)(d) and as an alternative to a show of hands as in By Law 11(11)(d.) where the District Council is inquorate.</i></p> <p>In the event of a District Council not being quorate, the effect is to allow District Councils to be able to conduct their essential business.</p>
<p><i>16/17:09 To amend the provisions relating to the Selection Advisory Committee for President and Honorary Treasurer.</i></p> <p>The role of the Selection Advisory Committee has been amended such that the Committee no longer makes a recommendation as to which candidate should, in its opinion, be elected, but instead is charged with reviewing the nominations and putting forward for election those candidates whom it believes satisfy the criteria laid down by General Council.</p>
<p><i>16/17:10 To amend the provisions relating to the Selection Advisory Committee for RI Director</i></p> <p>The role of the Selection Advisory Committee has been amended such that the Committee no longer makes a recommendation as to which candidate should, in its opinion, be elected, but instead is charged with reviewing the nominations and putting forward for election those candidates whom it believes satisfy the criteria laid down by General Council.</p>

RESOLUTION 16/17:01

1 To amend the financial cycle of Rotary International in Great Britain and Ireland.

2 **PROPOSED BY GENERAL COUNCIL**

3 IT IS HEREBY RESOLVED by Rotary International in Great Britain and Ireland that the BY LAWS OF ROTARY
4 INTERNATIONAL IN GREAT BRITAIN AND IRELAND and STANDARD RIBI CLUB BY-LAWS be and are hereby
5 amended as follows:

6 **RIBI By-Law 1**

7 **Clause 3: Powers**

8 b) Duties

9 The General Council shall:

- 10 • Determine the Strategic Plan of the Association, which shall be consistent and in harmony
11 with the Strategic Plan of Rotary International
- 12 • Approve the Business Plan of the Association which shall set out how the Strategic Plan is to
13 be delivered
- 14 • Recommend an three year rolling financial plan Annual Budget of the Association for
15 adoption ~~at~~ by the business meeting ~~at the Annual Conference~~
- 16 • Receive the Annual Accounts of the Association for approval by the membership at the said
17 business meeting

18 **Clause 8: Administrative Committees**

19 a) Executive Committee

20 Function, Duties and Powers of the Executive Committee

21 The Executive Committee shall be accountable to the General Council for the delivery of the
22 Strategic Plan of the Association through the implementation of the Association's approved
23 Business Plan.

24 The Executive Committee shall recommend to General Council a triennial financial forecast to
25 include an Annual Budget for the Association, and may request General Council to vary the
26 approved annual budget. The Executive Committee may appoint such committees as it deems
27 necessary to ensure the effective discharge of its functions and duties. The Executive Committee
28 shall determine the Terms of Reference, Membership and Quorum of such committees.

29 c) Finance Committee: Shall consist of the Honorary Treasurer as Chairman and four members. The
30 Honorary Treasurer-Elect shall also be a member but without vote. The Committee shall have
31 general supervision of the finances of the Association and shall submit to the General Council a
32 report and statement of accounts and balance sheet duly audited for adoption at the business
33 meeting of the Association at the Annual Conference. In advance of each financial year, the
34 committee shall prepare a budget of estimated income and expenditure which, having been
35 approved by the Executive-Committee and General Council and submitted to and adopted by the
36 said business meeting shall stand as the limit of expenditure for the respective purposes unless
37 subsequently varied by General Council.

38 **RIBI By-Law 4**

39 **Clause 1: Financial Year**

40 The financial year of the Association shall be from 1st July to 30th June based on a 3 year financial cycle.

41 **Clause 2: Annual subscription and dues**

42 a) Annual Subscription. Each club shall, from, the half yearly period following its date of admission,
43 pay to the Association an annual subscription for each member other than honorary members, the
44 amount of which shall be fixed by the business meeting of the Association at the Annual
45 Conference and shall be payable in advance by half yearly instalments on the 1st July and 1st January
46 each year. A proportioned payment in respect of new members shall be paid in arrears at the same

47 time. A club to ~~whom~~ which a member has transferred shall not be required to pay any arrears of
48 subscription in respect of the transferring member.

49 **RIBI By-Law 6**

50 ***Clause 7: Business Meeting of the Association ~~at the Conference~~***

51 At the business meeting of the Association ~~annual conferences~~ the following business shall be
52 transacted:-

- 53 a) The General Council shall present an official report and statement of accounts duly audited.
- 54 b) The elected Officers of the Association and the district governors for the Rotary year following
55 the ~~conference~~ business meeting shall be confirmed or nominated for presentation to the Rotary
56 International convention.
- 57 c) The General Council shall recommend ~~the~~ a triennial financial forecast to include
58 the budget for the forthcoming year, the annual subscription on a three year rolling
59 basis and the appointment of auditors for the ensuing year.
- 60 d) In an even-numbered year a Rotarian shall be selected for nomination as Director of Rotary
61 International for presentation to the Rotary International convention.
- 62 e) Consideration of resolutions submitted in accordance with these *By-laws*.
- 63 f) At the ~~conference~~ business meeting of the Association following the Council on Legislation of
64 Rotary International the Constitutions committee shall report on the mandatory incorporation of
65 consequential constitutional amendments arising therefrom.

66 **Club By-Law 4**

67 ***Clause 1: Subscription and Dues***

- 68 a) The annual subscription shall include such sums as may be due to Rotary International, the
69 Association and the Rotary District in which the club is situated and shall be determined by the
70 members at the annual general meeting. It shall be payable either yearly in advance on the 1st
71 July or semi-annually on the 1st July and 1st January at the option of the club.
- 72 b) A payment of such annual subscription as shall have been fixed at the preceding ~~annual~~
73 ~~conference~~ business meeting of the Association shall be made out of the club's funds to the
74 General Secretary of the Association by equal half yearly payments in advance within 40 days
75 after the 1st July and 1st January in each year on the basis of the number of members in the club
76 on those dates. With each half yearly payment, the club shall also pay a pro-rated subscription in
77 arrears for any member admitted to membership since the date on which the previous half yearly
78 payment fell due as prescribed in sub clause (d) hereof.
- 79 c) The club shall pay a per capita levy to the Rotary District in which it is situated in accordance with
80 By-Law 11, Clause 12 (c) of the By Laws of the Association.
- 81 d) Any member joining the club between 1st October and 31st December in any Rotary year shall pay
82 three-quarters of the annual subscription; any member joining between 1st January and 31st
83 March shall pay one half and any member joining between 1st April and 30th June shall pay one
84 quarter.
- 85 e) Any transferring member shall not be required to pay any second annual subscription. The former
86 and new clubs shall be responsible for agreeing appropriate accounting for any payments due and
87 received.

88

89 Material to be deleted is lined through and will not appear in the revised text. New Material is
90 underlined.

PURPOSE AND EFFECT: To bring the financial cycle of Rotary International in Great Britain and Ireland into line with the triennial cycle of Rotary International and make arrangements of budgeting and forecasting income and expenditure on a 3 year rolling cycle rather than on a 1 year basis as at present.

FINANCIAL IMPACT: The financial impact will be to make budgeting more effective.

91 **IF THIS RESOLUTION IS PASSED THIS WILL RESULT IN:**

92 **RIBI By-Law 1**

93 **Clause 3: Powers**

94 b) Duties

95 The General Council shall:

- 96 • Determine the Strategic Plan of the Association, which shall be consistent and in harmony
- 97 with the Strategic Plan of Rotary International
- 98 • Approve the Business Plan of the Association which shall set out how the Strategic Plan is to
- 99 be delivered
- 100 • Recommend a three year rolling financial plan of the Association for adoption at the business
- 101 meeting
- 102 • Receive the Annual Accounts of the Association for approval by the membership at the said
- 103 business meeting

104 **Clause 8: Administrative Committees**

105 b) Executive Committee

106 Function, Duties and Powers of the Executive Committee

107 The Executive Committee shall be accountable to the General Council for the delivery of the

108 Strategic Plan of the Association through the implementation of the Association's approved

109 Business Plan.

110 The Executive Committee shall recommend to General Council a triennial financial forecast to

111 include an Annual Budget for the Association, and may request General Council to vary the

112 approved annual budget. The Executive Committee may appoint such committees as it deems

113 necessary to ensure the effective discharge of its functions and duties. The Executive Committee

114 shall determine the Terms of Reference, Membership and Quorum of such committees.

115 c) Finance Committee: Shall consist of the Honorary Treasurer as Chairman and four members. The

116 Honorary Treasurer-Elect shall also be a member but without vote. The Committee shall have

117 general supervision of the finances of the Association and shall submit to the General Council a

118 report and statement of accounts and balance sheet duly audited for adoption at the business

119 meeting of the Association. In advance of each financial year, the committee shall prepare a budget

120 of estimated income and expenditure which, having been approved by the Executive Committee

121 and General Council and submitted to and adopted by the said business meeting shall stand as the

122 limit of expenditure for the respective purposes unless subsequently varied by General Council.

123 **RIBI By-Law 4**

124 **Clause 1: Financial Year**

125 The financial year of the Association shall be from 1st July to 30th June based on a 3 year financial cycle.

126 **Clause 2: Annual subscription and dues**

127 a) Annual Subscription. Each club shall, from, the half yearly period following its date of admission,

128 pay to the Association an annual subscription for each member other than honorary members, the

129 amount of which shall be fixed by the business meeting of the Association and shall be payable in

130 advance by half yearly instalments on the 1st July and 1st January each year. A proportioned

131 payment in respect of new members shall be paid in arrears at the same time. A club to which a

132 member has transferred shall not be required to pay any arrears of subscription in respect of the

133 transferring member.

134 **RIBI By-Law 6**

135 **Clause 7: Business Meeting of the Association**

136 At the business meeting of the Association the following business shall be transacted:-

137 a) The General Council shall present an official report and statement of accounts duly audited.

- 138 b) The elected Officers of the Association and the district governors for the Rotary year following
139 the business meeting shall be confirmed or nominated for presentation to the Rotary
140 International convention.
- 141 c) The General Council shall recommend a triennial financial forecast to include the
142 budget for the forthcoming year, the annual subscription on a three year rolling
143 basis and the appointment of auditors for the ensuing year.
- 144 d) In an even-numbered year a Rotarian shall be selected for nomination as Director of Rotary
145 International for presentation to the Rotary International convention.
- 146 e) Consideration of resolutions submitted in accordance with these *By-laws*.
- 147 f) At the business Meeting of the Association following the Council of Legislation of Rotary
148 International the Constitutions committee shall report on the mandatory incorporation of
149 consequential constitutional amendments arising therefrom.

150 **Club By-Law 4**

151 ***Clause 1: Subscription and Dues***

- 152 a) The annual subscription shall include such sums as may be due to Rotary International, the
153 Association and the Rotary District in which the club is situated and shall be determined by the
154 members at the annual general meeting. It shall be payable either yearly in advance on the 1st
155 July or semi-annually on the 1st July and 1st January at the option of the club.
- 156 b) A payment of such annual subscription as shall have been fixed at the preceding business meeting
157 of the Association shall be made out of the club's funds to the General Secretary of the
158 Association by equal half yearly payments in advance within 40 days after the 1st July and 1st
159 January in each year on the basis of the number of members in the club on those dates. With
160 each half yearly payment, the club shall also pay a pro-rated subscription in arrears for any
161 member admitted to membership since the date on which the previous half yearly payment fell
162 due as prescribed in sub clause (d) hereof.
- 163 c) The club shall pay a per capita levy to the Rotary District in which it is situated in accordance with
164 By-Law 11, Clause 12 (c) of the By Laws of the Association.
- 165 d) Any member joining the club between 1st October and 31st December in any Rotary year shall pay
166 three-quarters of the annual subscription; any member joining between 1st January and 31st
167 March shall pay one half and any member joining between 1st April and 30th June shall pay one
168 quarter.
- 169 e) Any transferring member shall not be required to pay any second annual subscription. The former
170 and new clubs shall be responsible for agreeing appropriate accounting for any payments due and
171 received.

REPORT OF THE CONSTITUTIONS COMMITTEE:
This Resolution will, to be adopted, require the votes of not less than two thirds of the voting delegates present and voting (RIBI Article 12 and 15 (1) and RIBI By Laws 7 and 15).

Resolution 16/17:02

1 To amend the Articles of Constitution of Rotary International in Great Britain and Ireland.

2 **Proposed by General Council**

3 IT IS HEREBY RESOLVED by Rotary International in Great Britain and Ireland that the ARTICLES OF THE
4 CONSTITUTION OF ROTARY INTERNATIONAL IN GREAT BRITAIN AND IRELAND be and are hereby amended
5 as follows:

6 **RIBI Article 2: Definitions**

7 Throughout these articles and by-laws, unless the subject or context otherwise clearly requires, the words
8 in this article shall have the following meanings:

9 8. ~~General~~Governing Council: the ~~General~~Governing Council of the Association

10 9. Annual Assembly: the Annual Assembly of the Association

11 10. Annual Conference: the Annual Conference of the Association

12 11. Year: the twelve month period which begins on 1st July

13 **Article 7: Governing Body**

14 The Governing Body of the Association shall be the ~~General~~Governing Council as described in the by-laws
15 of the Association.

16 **Article 9: Administration**

17 *Section A – Territorial Unit*

18 1. In accordance with the provisions of *Article 8 of the Constitution of Rotary International* the Area is
19 divided into districts. The ~~General~~Governing Council shall from time to time define the boundaries
20 of a district and, if deemed desirable, increase or decrease the number of districts, subject to the
21 approval of the Board of Directors of Rotary International.

22

23 Material to be deleted is lined through and will not appear in the revised text. New material is
24 underlined.

PURPOSE AND EFFECT: The General Council believes that by altering the name of the General Council to
Governing Council better reflects what the Council does and the relationship between it and other
committees. Any amendments to the Constitution shall become effective only when constitutionally
ratified by Rotary International.

FINANCIAL IMPACT STATEMENT: No Financial Impact.

25 **IF THIS RESOLUTION IS PASSED THIS WILL RESULT IN:**

26 **RIBI Article 2: Definitions**

27 Throughout these articles and by-laws, unless the subject or context otherwise clearly requires, the words
28 in this article shall have the following meanings:

29 8. Governing Council: the Governing Council of the Association

30 9. Annual Assembly: the Annual Assembly of the Association

31 10. Annual Conference: the Annual Conference of the Association

32 11. Year: the twelve month period which begins on 1st July

33 **Article 7: Governing Body**

34 The Governing Body of the Association shall be the Governing Council as described in the by-laws of the
35 Association.

36 **Article 9: Administration**

37 *Section A – Territorial Unit*

- 38 1. In accordance with the provisions of Article 8 of the Constitution of Rotary International the Area is
39 divided into districts. The Governing Council shall from time to time define the boundaries of a
40 district and, if deemed desirable, increase or decrease the number of districts, subject to the
41 approval of the Board of Directors of Rotary International.

REPORT OF THE CONSTITUTIONS COMMITTEE:

This Resolution will, to be adopted, require the votes of not less than two-thirds of the voting delegates present and voting (RIBI Article 12 and 15 (1) and RIBI By-Laws 7 and 15). This Resolution if adopted, will only come into effect from the 1st July following the Council of Legislation.

Resolution 16/17:03

1 To amend the name of the General Council and Executive Committee.

2 **Proposed by General Council**

3 IT IS HEREBY RESOLVED by Rotary International in Great Britain and Ireland that the BY LAWS OF ROTARY
4 INTERNATIONAL OF GREAT BRITAIN AND IRELAND be and are hereby amended as follows:

5 **DEFINITIONS:** Throughout the By Laws of the Association and wherever it appears, unless the subject or
6 context otherwise clearly requires, the words in the By Laws shall have the following meaning:

7 Governing Council – The Governing Council of the Association previously known as the General Council

8 **RIBI By-law 1 ~~General~~ Governing Council**

9 ***Clause 1: Governing Body***

10 The ~~General~~ Governing Council shall consist of the Officers of the Association and the Governors of the
11 Districts in the area. The Director of Rotary International elected from the membership of the clubs in the
12 Area shall also be a member of the ~~General~~ Governing Council ex-officio.

13 ***Clause 2: Tenure of Office***

14 The members of the ~~General~~ Governing Council shall hold office from the 1st day of July to the 30th day
15 of June or until their successors have taken office. No Rotarian may serve on the ~~General~~ Governing
16 Council as District Governor for a longer consecutive period than three years.

17 **Clause 3 - Powers**

18 a) General - The ~~General~~ Governing Council shall have the control and oversight of the affairs and
19 funds of the Association, including the power to appoint and replace trustees in connection
20 therewith, and subject to the provisions of these *By-laws* may regulate its own proceedings. Its
21 administrative decisions shall be final, but on any other matters a club may appeal against a
22 decision within 12 months thereof to a business meeting of the Association. ~~at the Annual~~
23 ~~Conference~~. No such appeal shall be heard unless the General Secretary of the Association has
24 received written notice not less than twenty-one days before the commencement of the said
25 business meeting ~~Annual Conference~~.

26 b) Duties: The ~~General~~ Governing Council shall:

- 27 • Determine the Strategic Plan of the Association, which shall be consistent and in harmony
- 28 with the Strategic Plan of Rotary International
- 29 • Approve the Business Plan of the Association which shall set out how the Strategic Plan is to
- 30 be delivered
- 31 • Recommend an three year rolling financial plan ~~Annual Budget~~ of the Association for
- 32 adoption at ~~by~~ the business meeting ~~at the Annual Conference~~
- 33 • Receive the Annual Accounts of the Association for approval by the membership at the said
- 34 business meeting

35 c) Borrowing Powers - In controlling the management of the affairs of the Association the ~~General~~
36 Governing Council shall be empowered to exercise such borrowing powers as may from time to
37 time appear necessary but shall at no time incur indebtedness in excess of the net assets of the
38 Association then existing.

39 d) Committees - Except where such membership is otherwise defined in these *By-laws* the ~~General~~
40 Governing Council shall appoint the members of those administrative committees prescribed by
41 these *By-laws*. The President of the Association shall be an ex-officio member of all
42 administrative committees.

43 e) Publications - The ~~General~~ Governing Council shall publish an official magazine for the
44 Association and any other literature it considers desirable.

45 f) Variation of Dates - The ~~General~~ Governing Council may by reasonable notice to the clubs in the
46 Area vary dates prescribed in these *By-laws*, and in the *Standard RIBI Club Constitution and By-*
47 *laws* relating to conferences, meetings, proposals, nominations and elections.

48 g) General Secretary - The ~~General~~ Governing Council shall have responsibility for the appointment
49 of, or the termination of, the tenure of office of the General Secretary of the Association.

50 **Clause 4: Meetings of the ~~General~~ Governing Council**

51 The ~~General~~ Governing Council shall meet at such times and places as it may determine, but not less
52 than three times in each year. The Chairman shall have the power to invite such other persons to
53 attend its meetings as shall be considered necessary.

54 A special meeting of the ~~General~~ Governing Council shall be convened upon the written request
55 to the General Secretary of the Association by a majority of the members of the ~~General~~
56 Governing Council.

57 The quorum for the transaction of all business at meetings of the ~~General~~ Governing Council except in
58 cases requiring a larger vote under these *By-laws* shall be a majority of the District Governors of the
59 Area and not less than two Officers of the Association, one of whom shall be the President or
60 Immediate Past President.

61 **Clause 5: Notice of Meetings & Agenda**

62 Notice of the meetings of the ~~General~~ Governing Council, together with a copy of the agenda, shall be
63 dispatched by the General Secretary to all members of the ~~General~~ Governing Council at least fourteen
64 days before each meeting. Matters other than those included in the agenda shall not be discussed or
65 voted upon except by the consent of the majority of the members of the ~~General~~ Governing Council
66 present.

67 A decision upon any non-administrative matter introduced under this last-named procedure shall be
68 subject to confirmation at the next meeting of the ~~General~~ Governing Council or by the procedure
69 prescribed in *Clause 7*.

70 **Clause 6: Method of Voting**

71 At meetings of the ~~General~~ Governing Council, votes shall be taken by a show of hands or electronic
72 means. In the event of the votes being equal the Chairman shall have a second or casting vote. The
73 General Secretary shall have no vote.

74 **Clause 7: Voting by Post**

75 The ~~General~~ Governing Council may with the approval of the President vote by post upon any
76 proposition. The voting shall be considered closed at the end of twenty-one days after posting of the
77 proposition, provided that the majority of the members of ~~General~~ Governing Council shall have
78 returned their votes by that time, or at any time prior thereto if all the members of the ~~General~~
79 Governing Council shall have then returned their votes. All such decisions shall be minuted at the next
80 meeting of the ~~General~~ Governing Council.

81 **Clause 8: Administrative Committees**

82 The following shall be the Administrative committees of the ~~General~~ Governing Council:-

83 a) ~~Executive~~ Operational

84 b) Constitutions

85 c) Finance

86 d) Operations Review and Audit

87 e) Leadership Development and Training Committee

88 a) ~~Executive~~ Operational Committee - shall consist of the President, who shall be the Chairman with
89 a second or casting vote, the Immediate Past President, the Vice-President, the Vice-President
90 Elect (without vote), the Honorary Treasurer, the Director of Rotary International (elected from
91 the membership of the clubs in the appropriate zone), and the General Secretary (without vote).
92 In addition there shall be two district governors, two alternate district governors, two immediate
93 past district governors, and two district governors elect, who shall be elected by the governors of
94 the ~~General~~ Governing Council on which each of them serves, by means of the single transferable
95 vote.

96 A quorum of the committee shall be the President and three voting members or, in the absence
97 of the President, five voting members.

98 Function, Duties and Powers of the Executive Operational Committee

99 The Executive Operational Committee shall be accountable to the ~~General~~ Governing Council
100 for the delivery of the Strategic Plan of the Association through the implementation of the
101 Association's approved Business Plan.

102 The Executive Operational Committee shall recommend to ~~General~~ Governing Council a triennial
103 financial forecast to include an Annual Budget for the Association, and may request ~~General~~
104 Governing Council to vary the approved annual budget. The Executive Operational Committee may
105 appoint such committees as it deems necessary to ensure the effective discharge of its functions
106 and duties. The Executive Operational Committee shall determine the Terms of Reference,
107 Membership and Quorum of such committees.

108 b) Constitutions Committee - shall consist of a Chairman and three members.

109 1) The committee shall advise the ~~General~~ Governing Council on all constitutional matters that
110 may from time to time arise. It shall also advise districts and clubs on any constitutional
111 matters, and, on behalf of the ~~General~~ Governing Council, shall consider and approve or
112 otherwise any proposed amendments to the *Standard RIBI Club By-laws* which may be
113 submitted by clubs, except those specifically delegated by the ~~General~~ Governing Council to
114 the General Secretary.

115 2) The committee shall prepare for adoption by the ~~General~~ Governing Council correlative
116 amendments to the *Constitution* and *By-laws of the Association* and the *Standard RIBI Club*
117 *Constitution* and *By-laws* when necessary, to give full effect to decisions of the Council on
118 Legislation of RI after these have been reduced to their final form.

119 3) The committee shall have charge of the elections and shall supervise the ballots, reporting
120 promptly the results thereof.

121 c) Finance Committee - shall consist of the Honorary Treasurer as Chairman and four members. The
122 Honorary Treasurer-Elect shall also be a member, but without vote. The committee shall have
123 general supervision of the finances of the Association, and shall submit to the ~~General~~ Governing
124 Council a report and statement of accounts and balance sheet duly audited for adoption at the
125 business meeting of the Association. at the Annual Conference. In advance of each financial year,
126 the committee shall prepare a budget of estimated income and expenditure which, having been
127 approved by the Executive Operational Committee and ~~General~~ Governing Council and submitted
128 to and adopted by the said business meeting, shall stand as the limit of expenditure for the
129 respective purposes unless subsequently varied by the ~~General~~ Governing Council.

130 d) Operations Review and Audit Committee – shall consist of a Chairman and four members. At
131 least one member of the Committee shall be a qualified accountant. It shall monitor the
132 effectiveness and efficiency of the operations of the Association, shall oversee such financial and
133 other affairs which affect the interests of the members, and shall perform such other oversight
134 functions as may be requested from time to time by ~~General~~ Governing Council.

135 e) Leadership Development and Training Committee – shall consist of the Vice-President, the Vice-
136 President Elect, the Honorary Treasurer and five other members, at least one of whom shall be a
137 Past District Governor, and one of whom shall be chairman of the committee. The five members
138 shall preferably be professional trainers or facilitators. The committee shall be responsible to the
139 ~~General~~ Governing Council for the organization and delivery of the Annual Assembly and for the
140 provision of such training and development activities as ~~General~~ Governing Council shall
141 determine.

142 f) General Provisions

143 1) The Chairman of an administrative committee shall have the power to invite such other
144 persons to attend its meeting (without vote) as shall be necessary for the efficient business
145 of the committee. The General Secretary shall be a member (without vote) of all
146 administrative committees.

- 147 2) Save as provided in *sub-clause (a)* hereof, no District Governor shall serve as Chairman or
148 voting member of any administrative committee of the ~~General~~ Governing Council nor serve
149 as Chairman or voting member of any of the committees appointed by the ~~General~~
150 Governing Council, except that the District Governor of the district in which the Annual
151 Conference is to be held may be a voting member of the Conference committee which may
152 be appointed.
- 153 3) It shall be the duty of the ~~Executive~~ Operational committee, to submit a report to the
154 ~~General~~ Governing Council for adoption at the ~~Annual Conference~~ business meeting. Copies
155 of such reports shall be circulated by the General Secretary to all clubs at least twenty-one
156 days before the date of the ~~Conference~~ business meeting.

157 **Clause 9: Control and Supervision**

- 158 a) The ~~General~~ Governing Council shall exercise general control and supervision including taking
159 any appropriate action over all committees, District Councils, Officers of the Association, and
160 individual members of the ~~General~~ Governing Council (except the Director of Rotary
161 International) in all matters pertaining to the administration of Rotary within the Area.
- 162 b) Except as provided in these *By-laws* the ~~General~~ Governing Council shall determine the
163 terms of reference and duties of the Service and Administrative committees.

164 **Clause 10: Quorum**

165 The quorum for all administrative committees other than the ~~Executive~~ Operational committee shall be
166 as prescribed by the ~~General~~ Governing Council, failing which it shall be a majority of the voting
167 members of the committee.

168 **Clause 11: Council of Past Presidents**

- 169 a) How Constituted - There shall be a Council of Past Presidents of RIBI composed of Past
170 Presidents who continue to hold membership in a club. The current President shall be ex- officio
171 a member of the Council with the privilege of attending meetings and taking part in its
172 deliberations, but shall have no vote in the proceedings thereof.
- 173 b) Officers - The Chairman of the Council shall be elected for the ensuing Rotary year at the last
174 meeting of the members held in the previous Rotary year. The Secretary of the Council shall be
175 appointed similarly.
- 176 c) Duties - The Council of Past Presidents shall consider, through correspondence, matters referred
177 by the President or ~~General~~ Governing Council and may give advice and recommendations to the
178 ~~General~~ Governing Council thereon. Members of the Council shall also, at the request of ~~General~~
179 Governing Council, act as mediators or arbitrators in matters involving clubs, districts and Officers.
- 180 d) Meetings - The President or the ~~General~~ Governing Council may call a meeting of the Council of
181 Past Presidents where the advice or recommendation of the Council is required. The Chairman
182 of the Council shall make a report to the ~~General~~ Governing Council subsequent to each
183 meeting.
- 184 There shall be at least one meeting of the Council of Past Presidents annually. In such meeting the
185 Council shall receive reports from the President, the RI Director, a Trustee of the Rotary
186 Foundation, as well as results of mediation or arbitration proceedings.
- 187 e) In the event of there being a dispute in the administration or activities of any club or district
188 which does not fall within *Article 19* of the *Standard RIBI Club Constitution* or any district in
189 RIBI, the ~~General~~ Governing Council may, when appropriate, refer the dispute to the Council of
190 Past Presidents of the Association.
- 191 f) The Chairman of the Council of Past Presidents shall in such circumstances, appoint a panel of
192 three of its members to undertake an enquiry.
- 193 g) The panel's findings and decision shall be final and binding on all parties and shall not be
194 subject to appeal.

196 Material to be deleted is lined through and will not appear in the revised text. New material is underlined.

PURPOSE AND EFFECT: The General Council believes that altering the name of the General Council to Governing Council and the name of the Executive Committee to Operational Committee better reflects what they do and makes the relationship between them clearer.

FINANCIAL IMPACT STATEMENT: No financial impact.

197 **IF THIS RESOLUTION IS PASSED THIS WILL RESULT IN:**

198 **DEFINITIONS:** Throughout the By Laws of the Association and wherever it appears, unless the subject or
199 context otherwise clearly requires, the words in the By Laws shall have the following meaning:

200 Governing Council – The Governing Council of the Association previously known as the General Council.

201 **RIBI By-Law 1 Governing Council**

202 Clause 1 – Governing Body. The Governing Council shall consist of the Officers of the Association and the
203 Governors of the Districts in the area. The Director of Rotary International elected from the membership
204 of the clubs in the Area shall also be a member of the Governing Council ex-officio.

205 **Clause 2: Tenure of Office**

206 The members of the Governing Council shall hold office from the 1st day of July to the 30th day of June
207 or until their successors have taken office. No Rotarian may serve on the Governing Council as District
208 Governor for a longer consecutive period than three years.

209 **Clause 3: Powers**

210 a) General - The Governing Council shall have the control and oversight of the affairs and funds of
211 the Association, including the power to appoint and replace trustees in connection therewith,
212 and subject to the provisions of these *By-laws* may regulate its own proceedings. Its
213 administrative decisions shall be final, but on any other matters a club may appeal against a
214 decision within 12 months thereof to a business meeting of the Association. No such appeal
215 shall be heard unless the General Secretary of the Association has received written notice not
216 less than twenty-one days before the commencement of the said business meeting.

217 b) Duties: The Governing Council shall:

- Determine the Strategic Plan of the Association, which shall be consistent and in harmony with the Strategic Plan of Rotary International
- Approve the Business Plan of the Association which shall set out how the Strategic Plan is to be delivered
- Recommend a three year rolling financial plan of the Association for adoption at the business meeting
- Receive the Annual Accounts of the Association for approval by the membership at the said business meeting.

226 c) Borrowing Powers - In controlling the management of the affairs of the Association the
227 Governing Council shall be empowered to exercise such borrowing powers as may from time to
228 time appear necessary but shall at no time incur indebtedness in excess of the net assets of the
229 Association then existing.

230 d) Committees - Except where such membership is otherwise defined in these *By-laws* the
231 Governing Council shall appoint the members of those administrative committees prescribed by
232 these *By-laws*. The President of the Association shall be an ex-officio member of all
233 administrative committees.

234 e) Publications - The Governing Council shall publish an official magazine for the Association and
235 any other literature it considers desirable.

236 f) Variation of Dates - The Governing Council may by reasonable notice to the clubs in the Area vary
237 dates prescribed in these *By-laws*, and in the *Standard RIBI Club Constitution and By-laws* relating
238 to conferences, meetings, proposals, nominations and elections.

239 g) General Secretary - The Governing Council shall have responsibility for the appointment of, or the

240 termination of, the tenure of office of the General Secretary of the Association.

241 **Clause 4: Meetings of the Governing Council**

242 The Governing Council shall meet at such times and places as it may determine, but not less than
243 three times in each year. The Chairman shall have the power to invite such other persons to attend
244 its meetings as shall be considered necessary.

245 A special meeting of the Governing Council shall be convened upon the written request to the
246 General Secretary of the Association by a majority of the members of the Governing Council.

247 The quorum for the transaction of all business at meetings of the Governing Council except in cases
248 requiring a larger vote under these *By-laws* shall be a majority of the District Governors of the Area and
249 not less than two Officers of the Association, one of whom shall be the President or Immediate Past
250 President.

251 **Clause 5: Notice of Meetings & Agenda**

252 Notice of the meetings of the Governing Council, together with a copy of the agenda, shall be
253 dispatched by the General Secretary to all members of the Governing Council at least fourteen days
254 before each meeting. Matters other than those included in the agenda shall not be discussed or voted
255 upon except by the consent of the majority of the members of the Governing Council present.

256 A decision upon any non-administrative matter introduced under this last-named procedure shall be
257 subject to confirmation at the next meeting of the Governing Council or by the procedure prescribed in
258 *Clause 7*.

259 **Clause 6: Method of Voting**

260 At meetings of the Governing Council, votes shall be taken by a show of hands or electronic means. In
261 the event of the votes being equal the Chairman shall have a second or casting vote. The General
262 Secretary shall have no vote.

263 **Clause 7: Voting by Post**

264 The Governing Council may with the approval of the President vote by post upon any proposition. The
265 voting shall be considered closed at the end of twenty-one days after posting of the proposition,
266 provided that the majority of the members of Governing Council shall have returned their votes by
267 that time, or at any time prior thereto if all the members of the Governing Council shall have then
268 returned their votes. All such decisions shall be minuted at the next meeting of the Governing Council.

269 **Clause 8: Administrative Committees**

270 The following shall be the administrative committees of the Governing Council:-

271 a) Operational

272 b) Constitutions

273 c) Finance

274 d) Operations Review and Audit

275 e) Leadership Development and Training Committee

276 a) Operational Committee - shall consist of the President, who shall be the Chairman with a second
277 or casting vote, the Immediate Past President, the Vice-President, the Vice-President Elect
278 (without vote), the Honorary Treasurer, the Director of Rotary International (elected from the
279 membership of the clubs in the appropriate zone), and the General Secretary (without vote). In
280 addition there shall be two district governors, two alternate district governors, two immediate
281 past district governors, and two district governors elect, who shall be elected by the governors of
282 the Governing Council on which each of them serves, by means of the single transferable vote.

283 A quorum of the committee shall be the President and three voting members or, in the absence
284 of the President, five voting members.

285 Function, Duties and Powers of the Operational Committee

286 The Operational Committee shall be accountable to the Governing Council for the delivery of

- 287 the Strategic Plan of the Association through the implementation of the Association's approved
288 Business Plan.
- 289 The Operational Committee shall recommend to Governing Council a triennial financial forecast to
290 include an Annual Budget for the Association, and may request Governing Council to vary the
291 approved annual budget. The Operational Committee may appoint such committees as it deems
292 necessary to ensure the effective discharge of its functions and duties. The Operational
293 Committee shall determine the Terms of Reference, Membership and Quorum of such committees.
- 294 b) Constitutions Committee - shall consist of a Chairman and three members.
- 295 1) The committee shall advise the Governing Council on all constitutional matters that may from
296 time to time arise. It shall also advise districts and clubs on any constitutional matters, and, on
297 behalf of the Governing Council, shall consider and approve or otherwise, any proposed
298 amendments to the *Standard RIBI Club By-laws* which may be submitted by clubs, except those
299 specifically delegated by the Governing Council to the General Secretary.
- 300 2) The committee shall prepare for adoption by the Governing Council correlative amendments
301 to the *Constitution* and *By-laws of the Association* and the *Standard RIBI Club Constitution* and
302 *By-laws* when necessary, to give full effect to decisions of the Council on Legislation of RI after
303 these have been reduced to their final form.
- 304 3) The committee shall have charge of the elections and shall supervise the ballots, reporting
305 promptly the results thereof.
- 306 c) Finance Committee - shall consist of the Honorary Treasurer as Chairman and four members. The
307 Honorary Treasurer-Elect shall also be a member, but without vote. The committee shall have
308 general supervision of the finances of the Association, and shall submit to the Governing Council a
309 report and statement of accounts and balance sheet duly audited for adoption at the business
310 meeting of the Association. In advance of each financial year, the committee shall prepare a
311 budget of estimated income and expenditure which, having been approved by the Operational
312 Committee and Governing Council and submitted to and adopted by the said business meeting,
313 shall stand as the limit of expenditure for the respective purposes unless subsequently varied by
314 the Governing Council.
- 315 d) Operations Review and Audit Committee – shall consist of a Chairman and four members. At
316 least one member of the Committee shall be a qualified accountant. It shall monitor the
317 effectiveness and efficiency of the operations of the Association, shall oversee such financial and
318 other affairs which affect the interests of the members, and shall perform such other oversight
319 functions as may be requested from time to time by the Governing Council.
- 320 e) Leadership Development and Training Committee – shall consist of the Vice-President, the Vice-
321 President Elect, the Honorary Treasurer and five other members, at least one of whom shall be a
322 Past District Governor, and one of whom shall be chairman of the committee. The five members
323 shall preferably be professional trainers or facilitators. The committee shall be responsible to the
324 Governing Council for the organization and delivery of the Annual Assembly and for the
325 provision of such training and development activities as Governing Council shall determine.
- 326 f) General Provisions
- 327 1. The Chairman of an administrative committee shall have the power to invite such other
328 persons to attend its meeting (without vote) as shall be necessary for the efficient business of
329 the committee. The General Secretary shall be a member (without vote) of all administrative
330 committees.
- 331 2. Save as provided in *sub-clause (a)* hereof, no District Governor shall serve as Chairman or
332 voting member of any administrative committee of the Governing Council nor serve as
333 Chairman or voting member of any of the committees appointed by the Governing Council,
334 except that the District Governor of the district in which the Annual Conference is to be held
335 may be a voting member of the Conference committee which may be appointed.
- 336 3. It shall be the duty of the Operational committee, to submit a report to the Governing
337 Council for adoption at the business meeting. Copies of such reports shall be circulated by
338 the General Secretary to all clubs at least twenty-one days before the date of the business
339 meeting.

340 **Clause 9: Control and Supervision**

- 341 a) The Governing Council shall exercise general control and supervision including taking any
342 appropriate action over all committees, District Councils, Officers of the Association, and
343 individual members of the Governing Council (except the Director of Rotary International) in all
344 matters pertaining to the administration of Rotary within the Area.
- 345 b) Except as provided in these *By-laws* the Governing Council shall determine the terms of
346 reference and duties of the Service and Administrative committees.

347 **Clause 10: Quorum**

348 The quorum for all administrative committees other than the Operational committee shall be as
349 prescribed by the Governing Council, failing which it shall be a majority of the voting members of the
350 committee.

351 **Clause 11: Council of Past Presidents**

- 352 a) How Constituted - There shall be a Council of Past Presidents of RIBI composed of Past
353 Presidents who continue to hold membership in a club. The current President shall be ex- officio
354 a member of the Council with the privilege of attending meetings and taking part in its
355 deliberations, but shall have no vote in the proceedings thereof.
- 356 b) Officers - The Chairman of the Council shall be elected for the ensuing Rotary year at the last
357 meeting of the members held in the previous Rotary year. The Secretary of the Council shall be
358 appointed similarly.
- 359 c) Duties - The Council of Past Presidents shall consider, through correspondence, matters referred
360 by the President or Governing Council and may give advice and recommendations to the
361 Governing Council thereon. Members of the Council shall also, at the request of Governing
362 Council, act as mediators or arbitrators in matters involving clubs, districts and Officers.
- 363 d) Meetings - The President or the Governing Council may call a meeting of the Council of Past
364 Presidents where the advice or recommendation of the Council is required. The Chairman of the
365 Council shall make a report to the Governing Council subsequent to each meeting.
- 366 There shall be at least one meeting of the Council of Past Presidents annually. In such meeting the
367 Council shall receive reports from the President, the RI Director, a Trustee of the Rotary
368 Foundation, as well as results of mediation or arbitration proceedings.
- 369 e) In the event of there being a dispute in the administration or activities of any club or district
370 which does not fall within *Article 19 of the Standard RIBI Club Constitution* or any district in
371 RIBI, the Governing Council may, when appropriate, refer the dispute to the Council of Past
372 Presidents of the Association.
- 373 f) The Chairman of the Council of Past Presidents shall in such circumstances, appoint a panel of
374 three of its members to undertake an enquiry.
- 375 g) The panel's findings and decision shall be final and binding on all parties and shall not be
376 subject to appeal.

REPORT OF THE CONSTITUTIONS COMMITTEE:
This Resolution will, to be adopted, require the votes of not less than two thirds of the voting delegates present and voting (RIBI Article 12 and 15 (1) and RIBI By Laws 7 and 15).

RESOLUTION 16/17:04

1 To amend the timing for the Association Business Meeting.

2 **Proposed by the General Council.**

3 IT IS HEREBY RESOLVED by Rotary International in Great Britain and Ireland that the BY LAWS OF ROTARY
4 INTERNATIONAL IN GREAT BRITAIN AND IRELAND be and are hereby amended as follows:

5 **RIBI By-law 1- ~~General~~ Governing Council**

6 ***Clause 3: Powers***

7 a) General - The ~~General~~ Governing Council shall have the control and oversight of the affairs and
8 funds of the Association, including the power to appoint and replace trustees in connection
9 therewith, and subject to the provisions of these *By-laws* may regulate its own proceedings. Its
10 administrative decisions shall be final, but on any other matters a club may appeal against a
11 decision within 12 months thereof to the next business meeting of the Association. ~~at the~~
12 ~~Annual Conference.~~ No such appeal shall be heard unless the General Secretary of the
13 Association has received written notice not less than twenty-one days before the
14 commencement of the said ~~Annual Conference~~ business meeting.

15 b) Duties

16 The ~~General~~ Governing Council shall:

- 17 • Determine the Strategic Plan of the Association, which shall be consistent and in harmony with
18 the Strategic Plan of Rotary International
- 19 • Approve the Business Plan of the Association which shall set out how the Strategic Plan is to
20 be delivered
- 21 • Recommend ~~an~~ three year rolling financial plan ~~Annual Budget~~ of the Association for adoption at
22 ~~by the business meeting at the Annual Conference~~
- 23 • Receive the Annual Accounts of the Association for approval by the membership at the said
24 business meeting of the Association.

25 **RIBI By-Law 3 District Governors**

26 ***Clause 2: Nomination and Election***

27 d) The names of the candidates duly elected for the office of district governor by their respective
28 districts shall, one year in advance of the year in which they are to be presented to the
29 convention of Rotary International, be announced at the next business meeting of the
30 Association. ~~at the Annual Conference.~~

31 **RIBI By-law 4 Finance and audit**

32 ***Clause 1: Financial year***

33 The financial year of the Association shall be from 1st July to 30th June.

34 ***Clause 2: Annual subscription and dues***

35 a) Annual Subscription - Each club shall, from the half-yearly period following its date of admission,
36 pay to the Association an annual subscription for each member other than honorary members, the
37 amount of which shall be fixed by the business meeting of the Association ~~at the Annual~~
38 ~~Conference~~ and shall be payable in advance by half-yearly instalments on 1st July and 1st January
39 each year. A proportioned payment in respect of new members shall be paid in arrears at the
40 same time. A club to whom a member has transferred shall not be required to pay any arrears of
41 subscription in respect of the transferring member.

42 The basis of payment shall be the number of members of each club as at the above dates. Each
43 club shall certify the number of such members to the General Secretary of the Association on
44 the prescribed form.

45 b) Per Capita Dues - The Association shall remit to Rotary International each half-year one half of the
46 per capita dues.

47 **Clause 3: Audit**

48 The accounts of the Association shall be audited by accountants eligible for appointment as
49 company auditors. The auditors shall be appointed at the business meeting of the Association at
50 ~~the Annual Conference.~~

51 **RIBI By-law 6 Annual Conference**

52 **Clause 6: Programme of Conference**

53 The programme of the conference shall include a ~~formal business meeting~~ such business and
54 other matters as determined by the General Governing Council.

55 **RIBI By-Law 7 Procedures for Business Meeting**

56 **Clause 2: Agenda**

57 The agenda of all subjects to be brought before the business meeting of the Association at the
58 ~~conference~~, and the audited accounts and budget, shall be published by the General Secretary of the
59 Association at least twenty-one days before ~~the conference~~ the said business meeting and no matters
60 except those stated in the agenda (save as provided in *Clause 3*) shall be discussed or voted upon during
61 ~~the conference~~ the said business meeting except with the consent of the ~~conference~~ said business
62 meeting.

63 **Clause 3: Resolutions for Business Meetings**

- 64 a) In order to be considered at a business meeting and subject to the provisions of *Clause 7 of By-law*
65 *6* all proposed resolutions from either a club or a district council must be submitted in writing to
66 the General Secretary of the Association at least sixteen weeks before the ~~first day~~ commencement
67 of the relevant conference business meeting of the Association.
- 68 b) Written notice of all proposed resolutions submitted *under sub-paragraphs (a) or (d)* hereof shall
69 be dispatched to the secretaries of all clubs at least eight weeks before the ~~first day~~
70 commencement of the relevant ~~conference~~ business meeting of the Association and also inserted
71 in the next available issue of the official publication of the Association. Any such proposed
72 resolution to amend the *Constitution of the Association* shall at the same time be dispatched to
73 the General Secretary of Rotary International.
- 74 c) No proposed resolution from a club shall be submitted unless it has been formally seconded in
75 writing by another club.
- 76 d) The ~~General Governing~~ Council shall normally submit proposed resolutions in accordance with
77 *sub-paragraph (b)* above but, except for any proposed resolution to amend the *Constitution of*
78 *the Association*, it shall have the power to submit them direct to a business meeting of the
79 Association. Where clubs or districts have submitted any resolutions which are similar in interest,
80 purpose and intent, the ~~General Governing~~ Council may submit a composite resolution.
- 81 e) All proposed resolutions shall be referred to the Constitutions committee for consideration as to
82 form and regularity and for the preparation of a report.
- 83 f) The Report of the said committee upon all such proposed resolutions (other than those which
84 may be submitted by the ~~General Governing~~ Council direct to the business meeting of the
85 Association conference) shall in addition define amendments necessary, where feasible, to correct
86 irregularities, inconsistencies or other defects identified in any proposed resolution. Where the
87 Constitutions committee reports that a proposed resolution, or an amendment to a resolution, is
88 defective and cannot be made regular, and in the event that the proposer disagrees, the proposer
89 shall secure the consent of two-thirds of those delegates voting at the business meeting of the
90 Association to have the proposal heard at the said business meeting. Such report shall be
91 circulated to secretaries of all clubs not less than twenty-one days before the ~~first day~~
92 commencement of the said business meeting conference.
- 93 g) Proposed resolutions from clubs and districts which seek to amend the *Constitution of the*
94 *Association* or the *Standard RIBI Club Constitution* or these *RIBI By-laws* shall only be
95 considered at a business meeting of the Association held immediately preceding the last date

96 for submission of proposed resolutions to the next Council on Legislation of Rotary
97 International.

98 h) It shall be the duty of the General Secretary of the Association to issue such notices as are
99 required by *sub-paragraphs (b) or (f)* above.

100

101 Material to be deleted is lined through and will not appear in the revised text. New Material is underlined.

PURPOSE AND EFFECT: Rotary International in Great Britain and Ireland propose to hold a face to face business meeting every third year. In the intervening years the business meeting will be held in appropriate format including on line as agreed by the General Council.

FINANCIAL IMPACT STATEMENT: To reduce the costs of the annual conference and business meeting.

102 **IF THIS RESOLUTION IS PASSED IT WILL RESULT IN:**

103 **RIBI By-law 1 Governing Council**

104 **Clause 3: Powers**

105 a) General - The Governing Council shall have the control and oversight of the affairs and funds of
106 the Association, including the power to appoint and replace trustees in connection therewith,
107 and subject to the provisions of these *By-laws* may regulate its own proceedings. Its
108 administrative decisions shall be final, but on any other matters a club may appeal against a
109 decision within 12 months thereof to the next business meeting of the Association. No such
110 appeal shall be heard unless the General Secretary of the Association has received written notice
111 not less than twenty-one days before the commencement of the said business meeting.

112 b) Duties - The Governing Council shall:

- 113 • Determine the Strategic Plan of the Association, which shall be consistent and in
114 harmony with the Strategic Plan of Rotary International
- 115 • Approve the Business Plan of the Association which shall set out how the Strategic Plan is to
116 be delivered
- 117 • Recommend a three year rolling financial plan of the Association for adoption at the business
118 meeting
- 119 • Receive the Annual Accounts of the Association for approval by the membership at the said
120 business meeting of the Association

121 **RIBI By-Law 3 District Governors**

122 **Clause 2: Nomination and Election**

123 d) The names of the candidates duly elected for the office of district governor by their respective
124 districts shall, one year in advance of the year in which they are to be presented to the
125 convention of Rotary International, be announced at the next business meeting of the
126 Association.

127 **RIBI By-law 4 Finance and audit**

128 **Clause 1: Financial year**

129 The financial year of the Association shall be from 1st July to 30th June.

130 **Clause 2: Annual subscription and dues**

131 a) Annual Subscription - Each club shall, from the half-yearly period following its date of admission,
132 pay to the Association an annual subscription for each member other than honorary members, the
133 amount of which shall be fixed by the business meeting of the Association and shall be payable in
134 advance by half-yearly instalments on 1st July and 1st January each year. A proportioned payment
135 in respect of new members shall be paid in arrears at the same time. A club to whom a member
136 has transferred shall not be required to pay any arrears of subscription in respect of the
137 transferring member.

138 The basis of payment shall be the number of members of each club as at the above dates. Each
139 club shall certify the number of such members to the General Secretary of the Association on
140 the prescribed form.

141 b) Per Capita Dues - The Association shall remit to Rotary International each half-year one half of the
142 per capita dues.

143 **Clause 3: Audit**

144 The accounts of the Association shall be audited by accountants eligible for appointment as
145 company auditors. The auditors shall be appointed at the business meeting of the Association.

146 **RIBI By-law 6 Annual Conference**

147 **Clause 2: Programme of Conference**

148 The programme of the conference shall include such business and other matters as determined
149 by the Governing Council.

150 **RIBI By-Law 7 Procedures for Business Meeting**

151 **Clause 2: Agenda**

152 The agenda of all subjects to be brought before the business meeting of the Association, and the
153 audited accounts and budget, shall be published by the General Secretary of the Association at least
154 twenty-one days before the said business meeting and no matters except those stated in the agenda
155 (save as provided in *Clause 3*) shall be discussed or voted upon during the said business meeting except
156 with the consent of the said business meeting.

157 **Clause 3: Resolutions for Business Meetings**

158 a) In order to be considered at a business meeting and subject to the provisions of *Clause 7 of By-law*
159 *6* all proposed resolutions from either a club or a district council must be submitted in writing to
160 the General Secretary of the Association at least sixteen weeks before the commencement of the
161 relevant business meeting of the Association.

162 b) Written notice of all proposed resolutions submitted *under sub-paragraphs (a) or (d)* hereof shall
163 be dispatched to the secretaries of all clubs at least eight weeks before the commencement of the
164 relevant business meeting of the Association and also inserted in the next available issue of the
165 official publication of the Association. Any such proposed resolution to amend the *Constitution of*
166 *the Association* shall at the same time be dispatched to the General Secretary of Rotary
167 International.

168 c) No proposed resolution from a club shall be submitted unless it has been formally seconded in
169 writing by another club.

170 d) The Governing Council shall normally submit proposed resolutions in accordance with *sub-*
171 *paragraph (b)* above but, except for any proposed resolution to amend the *Constitution of the*
172 *Association*, it shall have the power to submit them direct to a business meeting of the
173 Association. Where clubs or districts have submitted any resolutions which are similar in interest,
174 purpose and intent, the Governing Council may submit a composite resolution.

175 e) All proposed resolutions shall be referred to the Constitutions committee for consideration as to
176 form and regularity and for the preparation of a report.

177 f) The Report of the said committee upon all such proposed resolutions (other than those which
178 may be submitted by the Governing Council direct to the business meeting of the Association)
179 shall in addition define amendments necessary, where feasible, to correct irregularities,
180 inconsistencies or other defects identified in any proposed resolution. Where the Constitutions
181 committee reports that a proposed resolution, or an amendment to a resolution, is defective and
182 cannot be made regular, and in the event that the proposer disagrees, the proposer shall secure
183 the consent of two-thirds of those delegates voting at the business meeting of the Association to
184 have the proposal heard at the said business meeting. Such report shall be circulated to
185 secretaries of all clubs not less than twenty-one days before the commencement of the said
186 business meeting.

- 187 g) Proposed resolutions from clubs and districts which seek to amend the *Constitution of the*
188 *Association* or the *Standard RIBI Club Constitution* or these *RIBI By-laws* shall only be
189 considered at a business meeting of the Association held immediately preceding the last date
190 for submission of proposed resolutions to the next Council on Legislation of Rotary
191 International.
- 192 h) It shall be the duty of the General Secretary of the Association to issue such notices as are
193 required by *sub-paragraphs (b) or (f)* above.

REPORT OF THE CONSTITUTIONS COMMITTEE:

This Resolution will, to be adopted, require the votes of not less than two thirds of the voting delegates present and voting (RIBI Article 12 and 15 (1) and RIBI By Laws 7 and 15).

RESOLUTION 16/17:05

1 To amend the requirement that the Hon. Treasurer of RIBI has to have been a member of the RIBI General
2 Council.

3 **Proposed by General Council**

4 IT IS HEREBY RESOLVED by Rotary International in Great Britain and Ireland that the BY LAWS OF ROTARY
5 INTERNATIONAL IN GREAT BRITAIN AND IRELAND be and are hereby amended as follows:

6 **RIBI By-Law 2 Officers**

7 **Clause 2: Qualifications**

- 8 a) Every Rotarian nominated for election as President ~~or Honorary Treasurer~~ must have served on the
9 General Council as a District Governor and reside in RIBI.
- 10 b) No District Governor or elected officer may simultaneously hold the office of or be nominated as
11 President of the Association.
- 12 c) No District Governor may simultaneously hold the office of or be nominated as Honorary Treasurer
13 of the Association.
- 14 d) No candidate for office as President or Honorary Treasurer of the Association shall be a member of
15 the Constitutions Committee.
- 16 e) The Honorary Treasurer shall be financially qualified and experienced in accounting practices and
17 shall have served on the RIBI Finance Committee for a minimum of one year and previously as a
18 District Treasurer for a minimum of 3 years.

19 _____
20 Material to be deleted is lined through and will not appear in the revised text. New material is
21 underlined.

PURPOSE AND EFFECT: The General Council feel that by deleting reference to having served as a District Governor on General Council before being eligible for nomination as Honorary Treasurer will result in a widening of the likely candidates for Honorary Treasurer.

FINANCIAL IMPACT STATEMENT: No Financial Impact.

22 **IF THIS RESOLUTION IS PASSED THIS WILL RESULT IN:**

23 **RIBI By-Law 2 Officers**

24 **Clause 2: Qualifications**

- 25 a) Every Rotarian nominated for election as President must have served on the General Council as a
26 District Governor and reside in RIBI.
- 27 b) No District Governor or elected officer may simultaneously hold the office of or be nominated as
28 President of the Association.
- 29 c) No District Governor may simultaneously hold the office of or be nominated as Honorary Treasurer
30 of the Association.
- 31 d) No candidate for office as President or Honorary Treasurer of the Association shall be a member of
32 the Constitutions Committee.
- 33 e) The Honorary Treasurer shall be financially qualified and experienced in accounting practices and
34 shall have served on the RIBI Finance Committee for a minimum of one year and previously as a
35 District Treasurer for a minimum of 3 years.

REPORT OF THE CONSTITUTIONS COMMITTEE:

This Resolution will, to be adopted, require the votes of not less than two thirds of the voting delegates present and voting (RIBI Article 12 and 15 (1) and RIBI By Laws 7 and 15).

Resolution 16/17:06

1 To amend the expenses paid to ex-officio voting delegates to the Annual Business Meeting.

2 **Proposed by General Council**

3 IT IS HEREBY RESOLVED by Rotary International in Great Britain and Ireland that the BY-LAWS OF ROTARY
4 INTERNATIONAL IN GREAT BRITAIN AND IRELAND be and are hereby amended as follows:

5 **RIBI By-law 6 Annual ~~Conference~~ Business Meeting**

6 ***Clause 5: Voting Delegates Ex-officio and their expenses***

7 Notwithstanding *sub-Clause 4 (d)* above the following members of the Association shall be entitled to be
8 voting delegates ex-officio⁵ at the annual business meeting of the Association ~~conference~~, and to vote on
9 each question submitted to the said business meeting ~~conference~~ and to have their expenses, as
10 ~~prescribed by the General Council, paid out of the funds of the Association:-~~

- 11 a) The elected Officers
- 12 b) The Vice-President-Elect
- 13 c) The Director of Rotary International elected by the clubs in the appropriate zone
- 14 d) District Governors
- 15 e) District Governors-Elect
- 16 f) District Secretaries
- 17 g) Past Presidents of the Association holding active membership in a club

18 The following members of the Association shall be entitled to have their expenses, as prescribed by
19 General Governing Council, paid out of the funds of the Association.

- 20 a) The elected Officers
- 21 b) The Vice-President-Elect
- 22 c) The Director of Rotary International elected by the clubs in the appropriate zone

23 _____
24 Material to be deleted is lined through and will not appear in the revised text. New material is
25 underlined

PURPOSE AND EFFECT: The current RIBI By-laws do not reflect the Standing Decisions of the General Councils of 2001-2002 and 2005-2006 regarding those ex-officio voting delegates to the Annual Business Meeting whose expenses are paid by the Association. The proposed resolution removes any ambiguity and brings the RIBI By-laws and General Council Standing Decisions into harmony. The By Law will take effect from the 1st July 2017.

FINANCIAL IMPACT STATEMENT: This will result in a reduction in costs.

26 **IF THIS RESOLUTION IS PASSED THIS WILL RESULT IN:**

27 **By-law 6 Annual Business Meeting**

28 ***Clause 5: Voting Delegates Ex-officio and their expenses***

29 Notwithstanding *sub-Clause 4 (d)* above the following members of the Association shall be entitled to be
30 voting delegates ex-officio at the annual business meeting of the Association and to vote on each
31 question submitted to the said business meeting.

- 32 a) The elected Officers
- 33 b) The Vice-President-Elect
- 34 c) The Director of Rotary International elected by the clubs in the appropriate zone
- 35 d) District Governors
- 36 e) District Governors-Elect

37 f) District Secretaries

38 g) Past Presidents of the Association holding active membership in a club

39 The following members of the Association shall be entitled to have their expenses, as prescribed by
40 Governing Council, paid out of the funds of the Association:-

41 a) The elected Officers

42 b) The Vice-President-Elect

43 c) The Director of Rotary International elected by the clubs in the appropriate zone

REPORT OF THE CONSTITUTIONS COMMITTEE:

This Resolution will, to be adopted, require the votes of not less than two thirds of the voting delegates present and voting (RIBI Article 12 and 15 (1) and RIBI By Laws 7 and 15).

RESOLUTION 16/17:07

1 To discontinue the annual conference of Rotary International in Great Britain and Ireland in its present
2 format and instigate an alternative annual event which will focus on such matters as external public
3 relations/marketing within an agreed budget.

4 **Proposed by ~~General~~ Governing Council**

5 IT IS HEREBY RESOLVED by Rotary International of Great Britain and Ireland that the BY LAWS OF ROTARY
6 INTERNATIONAL IN GREAT BRITAIN AND IRELAND be and are hereby amended as follows:

7 **RIBI By-Law 6 Annual Conference**

8 ***Clause 1: Time & Place***

9 The Annual Conference shall be held during the period 1st February to 30th June in a format and at a
10 time and place to be determined by the ~~General~~ Governing Council.

11 ***Clause 2: Representation***

12 a) ~~Each club shall be entitled to send voting delegates to each conference in accordance with the~~
13 ~~provisions of the *Standard RIBI Club By-laws*.~~

14 b) ~~While voting shall be by voting delegates only, attendance of other Rotarians and guests shall be~~
15 ~~at the discretion of the General Council and in number limited only by the capacity of the venue.~~

16 c) ~~Each club shall, on the prescribed form, notify the General Secretary of the Association of its~~
17 ~~voting delegates and deputies not later than the 1st March of the calendar year in which the~~
18 ~~conference is to be held.~~

19 ***Clause 3: Attendance***

20 ~~It shall be the duty of each club to be represented at every conference by a voting delegate or~~
21 ~~delegates.~~

22 ***Clause 4: Voting Delegates***

23 a) ~~Qualifications Each voting delegate and each deputy shall be an active member of the club~~
24 ~~represented. No club in arrears with its subscriptions and dues shall be entitled to voting~~
25 ~~representation at the conference.~~

26 b) ~~Deputies For each voting delegate a club may choose one deputy who shall be entitled to~~
27 ~~vote only in the absence of the voting delegate.~~

28 c) ~~Voting Delegates' Authority The authority of each voting delegate and deputy shall be~~
29 ~~evidenced by a certificate signed by the president or secretary of the club. These certificates~~
30 ~~must be delivered to the Constitutions committee at the conference before voting delegates~~
31 ~~shall be entitled to participate as such in the conference.~~

32 d) ~~Votes Each voting delegate shall be entitled to one vote on each question submitted to the~~
33 ~~conference.~~

34 e) ~~Voting by Proxy There shall be no proxy votes. A voting delegate shall not at the same time be~~
35 ~~a deputy voting delegate.~~

36 ***Clause 6 2: Programme of Conference***

37 The programme of the conference shall include a ~~formal business meeting and~~ such business and other
38 matters as determined by the ~~General~~ Governing Council.

39 ***Clause 7 3: Business Meeting at the Conference of the Association***

40 There will be a face to face business meeting every third year. In the intervening years the business
41 meeting will be held in appropriate format including on line as agreed by the Governing Council.

42 At Annual Conferences the business meeting of the Association the following business shall be
43 transacted:-

44 a) ~~The General~~ Governing Council shall present an official report and statement of accounts duly

- 45 audited.
- 46 b) The elected Officers of the Association and the district governors for the Rotary year following
47 the ~~conference~~ next business meeting of the Association shall be confirmed or nominated for
48 presentation to the Rotary International convention.
- 49 c) The ~~General~~ Governing Council shall recommend ~~the~~ a triennial financial forecast to
50 include the budget for the forthcoming year, the annual subscription on a three year
51 rolling basis and the appointment of auditors for the ensuing year.
- 52 d) In an even-numbered year a Rotarian shall be selected for nomination as Director of Rotary
53 International for presentation to the Rotary International convention.
- 54 e) Consideration of resolutions submitted in accordance with these *By-laws*.
- 55 f) At the ~~conference~~ business meeting of the Association following the Council on Legislation of
56 Rotary International the Constitutions committee shall report on the mandatory incorporation of
57 consequential constitutional amendments arising therefrom.

58 **Clause 4: Voting Delegates**

59 *Representation at Business Meeting of the Association*

- 60 a) Each club shall be entitled to send voting delegates to each Business Meeting in accordance with
61 the provisions of the *Standard RIBI Club By-laws*.
- 62 b) While voting shall be by voting delegates only, attendance of other Rotarians and guests shall be
63 at the discretion of the Governing Council and in number limited only by the capacity of the
64 venue.
- 65 c) Each club shall, on the prescribed form, notify the General Secretary of the Association of its
66 voting delegates and deputies not later than the 1st March of the calendar year in which the
67 Business Meeting is to be held.

68 *Attendance*

69 It shall be the duty of each club to be represented at every Business Meeting by a voting delegate
70 or delegates.

71 *Voting Delegates*

- 72 a) Qualifications - Each voting delegate and each deputy shall be an active member of the club
73 represented. No club in arrears with its subscriptions and dues shall be entitled to voting
74 representation at the Business Meeting.
- 75 b) Deputies - For each voting delegate a club may choose one deputy who shall be entitled to
76 vote only in the absence of the voting delegate.
- 77 c) Voting Delegates' Authority - The authority of each voting delegate and deputy shall be
78 evidenced by a certificate signed by the president or secretary of the club. These certificates
79 must be delivered to the Constitutions committee at the Business Meeting before voting
80 delegates shall be entitled to participate as such in the business meeting.
- 81 d) Votes - Each voting delegate shall be entitled to one vote on each question submitted to the
82 Business Meeting.
- 83 e) Voting by Proxy - There shall be no proxy votes. A voting delegate shall not at the same time be
84 a deputy voting delegate.

85 **Clause 9 Z: Quorum and/or Minimum Number of Votes Needed**

86 A vote shall be considered null and void unless the total number of all votes cast exceeds one-
87 quarter of the number of clubs within RIBI.

88

89 Material to be deleted is lined through and will not appear in the revised text, new Material is underlined.

PURPOSE AND EFFECT: The General Council recommends that the RIBI Conference in its present format

be discontinued with effect from the 1st July 2018. It is proposed that an alternative Annual Event will take place with a focus on external matters within an agreed budget reducing the overall costs of staging a joint conference and business meeting of the Association.

FINANCIAL IMPACT: To reduce the overall costs of staging a joint Conference and business meeting of the Association.

90 **IF THE RESOLUTION IS PASSED THIS WILL RESULT IN:**

91 **By-Law 6 Annual Conference**

92 **Clause 1: Time & Place**

93 The Annual Conference shall be held during the period 1st February to 30th June in a format and at a
94 time and place to be determined by the Governing Council.

95 **Clause 2: Programme of Conference**

96 The programme of the Conference shall include such business and other matters as determined by the
97 Governing Council.

98 **Clause 3: Business Meeting of the Association**

99 There will be a face to face business meeting every third year. In the intervening years the business
100 meeting will be held in appropriate format including on line as agreed by the Governing Council.

101 At the business meeting of the Association the following business shall be transacted:-

- 102 a) The Governing Council shall present an official report and statement of accounts duly audited.
103 b) The elected Officers of the Association and the district governors for the Rotary year following
104 the next business meeting of the Association shall be confirmed or nominated for presentation
105 to the Rotary International convention.
106 c) The Governing Council shall recommend a triennial financial forecast to include the
107 budget for the forthcoming year, the annual subscription on a three year rolling
108 basis and the appointment of auditors for the ensuing year.
109 d) In an even-numbered year a Rotarian shall be selected for nomination as Director of
110 Rotary International for presentation to the Rotary International convention.
111 e) Consideration of resolutions submitted in accordance with these *By-laws*.
112 f) At the business meeting of the Association following the Council on Legislation of Rotary
113 International the Constitutions committee shall report on the mandatory incorporation of
114 consequential constitutional amendments arising therefrom.

115 **Clause 4 – Voting Delegates**

116 *Representation at Business Meeting of the Association*

- 117 a) Each club shall be entitled to send voting delegates to each Business Meeting in accordance with
118 the provisions of the *Standard RIBI Club By-laws*.
119 b) While voting shall be by voting delegates only, attendance of other Rotarians and guests shall be
120 at the discretion of the Governing Council and in number limited only by the capacity of the
121 venue.
122 c) Each club shall, on the prescribed form, notify the General Secretary of the Association of its
123 voting delegates and deputies not later than the 1st March of the calendar year in which the
124 Business Meeting is to be held.

125 *Attendance*

126 It shall be the duty of each club to be represented at every Business Meeting by a voting delegate
127 or delegates.

128 *Voting Delegates*

- 129 a) Qualifications - Each voting delegate and each deputy shall be an active member of the club

- 130 represented. No club in arrears with its subscriptions and dues shall be entitled to voting
131 representation at the Business Meeting.
- 132 b) Deputies - For each voting delegate a club may choose one deputy who shall be entitled to
133 vote only in the absence of the voting delegate.
- 134 c) Voting Delegates' Authority - The authority of each voting delegate and deputy shall be
135 evidenced by a certificate signed by the president or secretary of the club. These certificates
136 must be delivered to the Constitutions committee at the Business Meeting before voting
137 delegates shall be entitled to participate as such in the Business Meeting.
- 138 d) Votes - Each voting delegate shall be entitled to one vote on each question submitted to the
139 Business Meeting.
- 140 e) Voting by Proxy - There shall be no proxy votes. A voting delegate shall not at the same time be
141 a deputy voting delegate.

142 ***Clause 7: Quorum and/or Minimum Number of Votes Needed***

143 A vote shall be considered null and void unless the total number of all votes cast exceeds one-
144 quarter of the number of clubs within RIBI.

REPORT OF THE CONSTITUTIONS COMMITTEE
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This Resolution will, to be adopted, require the votes of not less than two thirds of the voting delegates present and voting (RIBI Article 12 and 15(1) and RIBI By Laws 7 and 15).
--

RESOLUTION 16/17:08

1 To amend the system of voting for District Councils to allow for electronic voting which may include e
2 mail or internet technology in addition to postal voting in respect of By Law 11(9)(d) and as an alternative
3 to a show of hands as in By Law 11(11)(d.) where the District Council is inquorate.

4 **PROPOSED BY GENERAL COUNCIL**

5 IT IS HEREBY RESOLVED by Rotary International in Great Britain and Ireland that the BY LAWS OF ROTARY
6 INTERNATIONAL IN GREAT BRITAIN AND IRELAND be and are hereby amended as follows:

7 **RIBI By-law 11 District Councils**

8 **Clause 9: Elections**

9 d) Voting: Voting for any elected district office shall be by ballot which may be conducted by mail in
10 accordance with arrangements approved by the District Council and which may include e mail or
11 internet technology. If there are more than two candidates the ballot shall be by means of the
12 single transferable vote. In the event of a tie in voting, where there are only two candidates, the
13 District Governor shall select one of such candidates as the successful candidate.

14 **Clause 11: Votes**

15 d) Votes: All voting at district council meetings shall be by a show of hands except for the selection of
16 a Rotarian to serve as District Governor and as provided in Clause 9 (d) hereof. In the event of a
17 District Council being inquorate voting may be by ballot by mail which may include email or internet
18 technology. In the case of voting on re-districting any such questions shall be decided by club votes
19 only, on the basis of one vote per club in the district or districts affected except as provided for in
20 the By-laws of Rotary International.

21 _____
22 New Material is underlined.

PURPOSE AND EFFECT: In the event of a District Council not being quorate, the effect is to allow District Councils to be able to conduct their essential business.

FINANCIAL IMPACT STATEMENT: No financial impact.

23 **IF THIS RESOLUTION IS PASSED THIS WILL RESULT IN:**

24 **RIBI By-law 11 District Councils**

25 **Clause 9: Elections**

26 d) Voting at District Councils: Voting for any elected district office shall be by ballot which may be
27 conducted by mail in accordance with arrangements approved by the District Council and which
28 may include e mail or internet technology. If there are more than two candidates the ballot shall
29 be by means of the single transferable vote. In the event of a tie in voting, where there are only two
30 candidates, the District Governor shall select one of such candidates as the successful candidate.

31 **Clause 11: Votes**

32 d) Votes: All voting at district council meetings shall be by a show of hands except for the selection of
33 a Rotarian to serve as District Governor and as provided in Clause 9 (d) hereof. In the event of a
34 District Council being inquorate voting may be by ballot by mail which may include email or internet
35 technology. In the case of voting on re-districting any such questions shall be decided by club votes
36 only, on the basis of one vote per club in the district or districts affected except as provided for in
37 the By-laws of Rotary International.

REPORT OF THE CONSTITUTIONS COMMITTEE
--

This Resolution will, to be adopted, require the votes of not less than two thirds of the voting delegates present and voting (RIBI Article 12 and 15(1) and RIBI By Laws 7 and 15).
--

RESOLUTION 16/17:09

1 To amend the provisions relating to the Selection Advisory Committee for President and Honorary
2 Treasurer.

3 **Proposed by the Rotary Club of Skipton**

4 IT IS HEREBY RESOLVED by Rotary International in Great Britain and Ireland that the BY-LAWS OF ROTARY
5 INTERNATIONAL IN GREAT BRITAIN AND IRELAND be and are hereby amended as follows:

6 **RIBI By-law 8 Proposals, Nominations and Elections**

7 **Clause 1: Administration**

8 For electoral purposes the territorial administrative unit is divided into two zones of Rotary International;
9 zones 17 (north) and 18a (south). The districts making up the zones shall be as determined by Rotary
10 International. The President and Honorary Treasurer shall be elected by the voting delegates of both
11 zones. The Director of Rotary International shall be elected only by the voting delegates of the clubs in the
12 appropriate zone.

13 **Clause 2: President & Honorary Treasurer**

14 Nominations - Subject to the provisions of these By-laws, a club may propose for election one active
15 member for each of the offices of President and Honorary Treasurer. The club must first be satisfied that
16 such person or persons, if elected, would be willing to act. The name or names so proposed shall be
17 submitted on the prescribed form issued by the General Secretary of the Association and shall be signed
18 by the club secretary and one other officer of the club, and must be delivered to the General Secretary of
19 the Association not later than 15th July.

20 ~~**Clause 3: Selection Advisory Committee for President & Treasurer**~~

21 a) ~~Composition - After 15th July a Selection Advisory Committee for President and Treasurer shall be~~
22 ~~elected in accordance with the following provisions:-~~

23 1. ~~The committee shall consist of seven members, namely two Past Presidents of the Association,~~
24 ~~one of whom shall have been President of the Association during the five years immediately~~
25 ~~preceding the date of election of the committee, and five members from the district council~~
26 ~~nominees.~~

27 2. ~~The committee shall be elected by the General Council by means of the single transferable vote~~
28 ~~provided that neither the General Secretary of the Association nor a member of the General~~
29 ~~Council who is a candidate for office shall be entitled to a vote.~~

30 3. ~~In the event of a member of the committee being unable to attend its meeting the vacancy shall~~
31 ~~be filled by the next ranked candidate in the appropriate group. Up to two members of the~~
32 ~~district council nominees group need not be past Officers of Rotary International, but if not,~~
33 ~~must have served at least two full terms on a District Executive Committee.~~

34 4. ~~The election of members of the committee will be according to procedures approved by the~~
35 ~~General Council.~~

36 b) ~~District Council Nominees - Each District Council may propose a past Officer of Rotary International,~~
37 ~~or a non-past Officer of Rotary International, provided that person has served at least two full~~
38 ~~terms on the District Executive Committee, who shall be an active member of a club in its own~~
39 ~~district (their previous consent to act having been obtained) for election to the Selection Advisory~~
40 ~~Committee for President and Treasurer, provided that neither the district governor nor any Past~~
41 ~~President of the Association shall be eligible. Each district council may determine the manner in~~
42 ~~which such person shall be selected. The name of the Rotarian selected shall be delivered by the~~
43 ~~district secretary on the prescribed form to the General Secretary of the Association not later than~~
44 ~~15th July.~~

45 c) ~~Eligibility - No district nominee shall be debarred from serving as a member of the committee by~~
46 ~~reason of the election thereto of a Past President of the Association who is a member of a club in~~
47 ~~the same district as that of the nominee. No candidate nominated for any of the offices nor the~~
48 ~~President of the Association shall be eligible for membership of the committee. Neither a current~~

49 nor incoming Director of Rotary International shall be eligible for membership of the committee.
50 No Rotarian may serve as a member of the committee for a longer consecutive period than three
51 years. District Council nominees will be measured against a published job description, person
52 specification and competencies.

53 ~~d) Procedure~~ The committee shall be convened by the General Secretary of the Association as soon
54 as practicable after election and shall appoint its own chairman. The committee will operate
55 according to procedures approved by the General Council. No recommendation made by the
56 committee shall be binding in any way on clubs.

57 ~~e) Duties~~ The Selection Advisory Committee for President and Treasurer shall consider the
58 nominations received and, if it considers it advisable so to do, propose such of the nominees whom
59 the panel would recommend for election, such recommendations to be communicated in writing by
60 the General Secretary of the Association to the clubs.

61 **Clause 3: Review of Nominations**

62 At a suitable date following the closing date for nominations, the Constitutions Committee shall meet to
63 review the nominations, taking into account any criteria agreed by the General Council as being
64 appropriate to the posts. The Committee shall be entitled to call for interview all or any of the persons
65 nominated if it considers it appropriate so to do. The Committee shall make no recommendation, but is
66 empowered to decline to put forward for election any candidate who, in its reasonable opinion, fails
67 adequately to meet the criteria for the post agreed by the General Council.

68 _____
69 Material to be deleted is lined through and will not appear in the revised text.

70 New material is underlined

PURPOSE AND EFFECT: The procedure for election of the President and Honorary Treasurer has been significantly amended in recent years. General Council approves a Job Description and Person Specification for these posts, and candidates are required to submit written statements indicating how, in their opinion, they meet the criteria set out in the Job Description and Person Specification. Candidates are also required to record a short video presentation under controlled conditions. The Job Description, Person Specification, written statements and video presentation are all available to clubs from the commencement of the voting process. Clubs, therefore, have available to them a significant amount of information about the candidates to assist them in determining how to exercise their vote.

Accordingly, the role of the Selection Advisory Committee has been amended such that the Committee no longer makes a recommendation as to which candidate should, in its opinion, be elected, but instead is charged with reviewing the nominations and putting forward for election those candidates whom it believes satisfy the criteria laid down by General Council.

This resolution would pass this responsibility to the Constitutions which already has charge of all elections (RIBI By-Law 1, Clause 8(b)(3)), thus obviating the need for a separate committee to be convened for this purpose. Approval of this resolution would streamline the process, and, given that that the Constitutions Committee comprises fewer members than the Selection Advisory Committee as currently constituted, and that the process of reviewing nominations could be conducted at a regular meeting of the Committee, financial savings would be made.

FINANCIAL IMPACT STATEMENT: Reduction in costs approx. £1000

71 **IF THIS RESOLUTION IS PASSED THIS WILL RESULT IN**

72 **RIBI By-law 8 Proposals, Nominations and Elections**

73 ***Clause 1: Administration***

74 For electoral purposes the territorial administrative unit is divided into two zones of Rotary International;
75 zones 17 (north) and 18a (south). The districts making up the zones shall be as determined by Rotary
76 International. The President and Honorary Treasurer shall be elected by the voting delegates of both
77 zones. The Director of Rotary International shall be elected only by the voting delegates of the clubs in the
78 appropriate zone.

79 **Clause 2: President & Honorary Treasurer**

80 Nominations - Subject to the provisions of these By-laws, a club may propose for election one active
81 member for each of the offices of President and Honorary Treasurer. The club must first be satisfied that
82 such person or persons, if elected, would be willing to act. The name or names so proposed shall be
83 submitted on the prescribed form issued by the General Secretary of the Association and shall be signed
84 by the club secretary and one other officer of the club, and must be delivered to the General Secretary of
85 the Association not later than 15th July.

86 **Clause 3: Review of Nominations**

87 At a suitable date following the closing date for nominations, the Constitutions Committee shall meet to
88 review the nominations, taking into account any criteria agreed by the General Council as being
89 appropriate to the posts. The Committee shall be entitled to call for interview all or any of the persons
90 nominated if it considers it appropriate so to do. The Committee shall make no recommendation, but is
91 empowered to decline to put forward for election any candidate who, in its reasonable opinion, fails
92 adequately to meet the criteria for the post agreed by the General Council.

REPORT OF THE CONSTITUTIONS COMMITTEE
This Resolution will, to be adopted, require the votes of not less than two thirds of the voting delegates present and voting (RIBI Article 12 and 15(1) and RIBI By Laws 7 and 15).

RESOLUTION 16/17:10

1 To amend the provisions relating to the Selection Advisory Committee for Director of Rotary
2 International.

3 **Proposed by the Rotary Club of Skipton**

4 IT IS HEREBY RESOLVED by Rotary International in Great Britain and Ireland that the BY-LAWS OF ROTARY
5 INTERNATIONAL IN GREAT BRITAIN AND IRELAND be and are hereby amended as follows

6 ***RIBI By-law 8 Proposals, Nominations and Elections***

7 ***Clause 4: Director of Board of Rotary International***

- 8 a) Qualifications - A candidate nominated as Director of Rotary International shall be a member, other
9 than an honorary member, in good standing in a club in the appropriate zone and shall have served
10 a full term as a District Governor of Rotary International prior to being proposed as such candidate
11 (except where service for less than a full term may be determined by the Board of Rotary
12 International to satisfy the intent of this provision) with at least three years of time having elapsed
13 since service as a governor. Such candidate shall also have attended at least two Institutes and one
14 Convention in the 36 month period prior to being proposed. No candidate may be a member of the
15 Constitutions committee.
- 16 b) Nominations - A district council in the appropriate zone not later than 15th July in each odd
17 numbered year propose one active member for consideration at the ensuing annual conference as
18 a candidate for nomination as Director of Rotary International. The district council must first be
19 satisfied that such person, if elected, would be willing to act. The name so proposed shall be
20 submitted on the prescribed form issued by the General Secretary of the Association and shall be
21 signed by the district secretary and one other officer of the district, and must be delivered to the
22 General Secretary of the Association not later than 15th July.
- 23 c) Term of Office - The term of office of the Director of Rotary International shall commence on the 1st
24 day of July in the calendar year following the annual convention of Rotary International at which
25 such person is elected, and shall continue for two years, or until a successor shall have been elected
26 and qualified. No person who has served a full term as director may again hold office as director
27 except as President or President-Elect of Rotary International.

28 ~~***Clause 5: Selection Advisory Committee for Director***~~

- 29 a) ~~Composition - After 15th July a Selection Advisory Committee for Director shall be elected in~~
30 ~~accordance with the following provisions~~
- 31 ~~1. The committee shall consist of seven members from the appropriate zone, namely two Past~~
32 ~~Presidents of the Association, one of whom shall, if available, be a past Director of Rotary~~
33 ~~International and five members from the district council nominees.~~
- 34 ~~2. The committee shall be elected by the district governors of the appropriate zone by means of~~
35 ~~the single transferable vote provided that a district governor who is a candidate for office shall~~
36 ~~not be entitled to a vote.~~
- 37 ~~3. In the event of a member of the committee being unable to attend its meeting the vacancy shall~~
38 ~~be filled by the next ranked candidate in the appropriate group. Up to two members of the~~
39 ~~district council nominees group need not be past Officers of Rotary International, but if not,~~
40 ~~must have served at least two full terms on a District Executive Committee.~~
- 41 ~~4. The election of members of the committee will be according to procedures approved by the~~
42 ~~General Council.~~
- 43 b) ~~District Council Nominees - Each district council in the appropriate zone may propose a past Officer~~
44 ~~of Rotary International, or a non-past Officer of Rotary International, provided that person has~~
45 ~~served at least two full terms on the district executive committee, who shall be an active member~~
46 ~~of a club in its own district (their previous consent to act having been obtained) for election to the~~
47 ~~Selection Advisory Committee for Director, provided that neither the district governor nor any Past~~
48 ~~President of the Association shall be eligible. Each district council may determine the manner in~~

49 which such person shall be selected. The name of the Rotarian selected shall be delivered by the
50 district secretary on the prescribed form to the General Secretary of the Association not later than
51 15th July.

52 e) ~~Eligibility~~ No district nominee shall be debarred from serving as a member of the committee by
53 reason of the election thereto of a Past President of the Association who is a member of a club in
54 the same district as that of the nominee. No candidate nominated for any of the offices nor the
55 President of the Association shall be eligible for membership of the committee. Neither a current
56 nor incoming Director of Rotary International shall be eligible for membership of the committee.
57 No Rotarian may serve as a member of the committee more than twice in succession. District
58 Council nominees will be measured against a published job description, person specification and
59 competencies.

60 d) ~~Procedure~~ The committee shall be convened by the General Secretary of the Association as soon
61 as practicable after election and shall appoint its own Chairman. The committee will operate
62 according to procedures approved by the General Council. No recommendation made by the
63 committee shall be binding in any way on clubs.

64 e) ~~Duties~~ The Selection Advisory Committee for Director shall consider the nominations received
65 and, if it considers it advisable so to do, propose such of the nominees whom the panel would
66 recommend for election, such recommendation or recommendations to be communicated in
67 writing by the General Secretary of the Association to the clubs at least twenty-one days before the
68 annual conference.

69 **Clause 5: Review of Nominations**

70 At a suitable date following the closing date for nominations, the Constitutions Committee shall meet to
71 review the nominations, taking into account any criteria agreed by the General Council as being
72 appropriate to the post. The Committee shall be entitled to call for interview all or any of the persons
73 nominated if it considers it appropriate so to do. The Committee shall make no recommendation, but is
74 empowered to decline to put forward for election any candidate who, in its reasonable opinion, fails
75 adequately to meet the criteria for the post agreed by the General Council.

76 ***Clause 6: Notification to Clubs***

77 A list of the proposals for Director of Rotary International, Officers of the Association and district
78 governors, shall be dispatched by the General Secretary of the Association to the secretary of each club at
79 least twenty-one days before the first day of the annual conference ~~together with the recommendations~~
80 ~~required by Clauses 3 (e) and 5 (e).~~

81 ***Clause 7: Voting***

82 If voting is to take place at the annual conference, the Constitutions committee shall verify the credentials
83 of voting delegates and shall have charge of the elections. In the event of a contest voting shall be by
84 ballot by means of the single transferable vote. After each ballot the Constitutions committee shall report
85 promptly to the Chairman of the Conference the result of the voting, which report shall be signed by the
86 Chairman of the committee. The committee shall keep in its custody all ballot papers until the end of the
87 conference when they shall then be destroyed.

88 ***Clause 8: Nominating Committee for President of Rotary International***

89 Qualifications - The member and alternate member from a zone to serve on the Nominating Committee
90 for the President of Rotary International shall each be a Past Director of Rotary International and shall be
91 a member other than an honorary member of a club in the appropriate zone. Neither the President of
92 Rotary International, the President-Elect of Rotary International, any candidate for President nor any Past
93 President of Rotary International shall be eligible for membership of the nominating committee.

94 Election - In each alternate year one member shall be elected from the clubs in the zone to serve on the
95 committee, either at the Annual Conference or by a postal ballot in such form and at such time as the
96 General Council shall determine. In even-numbered years zone 17 shall elect a member of the committee;
97 in odd-numbered years zone 18a shall elect a member of the committee.

99 Material to be deleted is lined through and will not appear in the revised text.

100 New material is underlined

PURPOSE AND EFFECT: The procedure for election of the Director of Rotary International has been significantly amended in recent years. General Council approves a Job Description and Person Specification for the post, and candidates are required to submit written statements indicating how, in their opinion, they meet the criteria set out in the Job Description and Person Specification. Candidates are also required to record a short video presentation under controlled conditions. The Job Description, Person Specification, written statements and video presentation are all available to clubs from the commencement of the voting process. Clubs, therefore, have available to them a significant amount of information about the candidates to assist them in determining how to exercise their vote.

Accordingly, the role of the Selection Advisory Committee has been amended such that the Committee no longer makes a recommendation as to which candidate should, in its opinion, be elected, but instead is charged with reviewing the nominations and putting forward for election those candidates whom it believes satisfy the criteria laid down by General Council.

This resolution would pass this responsibility to the Constitutions which already has charge of all elections (RIBI By-Law 1, Clause 8(b)(3)), thus obviating the need for a separate committee to be convened for this purpose. Approval of this resolution would streamline the process, and, given that that the Constitutions Committee comprises fewer members than the Selection Advisory Committee as currently constituted, and that the process of reviewing nominations could be conducted at a regular meeting of the Committee, financial savings would be made.

FINANCIAL IMPACT STATEMENT: Reduction in costs approx. £1000

101 **IF THIS RESOLUTION IS PASSED THIS WILL RESULT IN**

102 ***RIBI By-law 8 Proposals, Nominations and Elections***

103 ***Clause 4: Director of Board of Rotary International***

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105 than an honorary member, in good standing in a club in the appropriate zone and shall have served
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108 International to satisfy the intent of this provision) with at least three years of time having elapsed
109 since service as a governor. Such candidate shall also have attended at least two Institutes and one
110 Convention in the 36 month period prior to being proposed. No candidate may be a member of the
111 Constitutions committee.

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113 numbered year propose one active member for consideration at the ensuing annual conference as
114 a candidate for nomination as Director of Rotary International. The district council must first be
115 satisfied that such person, if elected, would be willing to act. The name so proposed shall be
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117 signed by the district secretary and one other officer of the district, and must be delivered to the
118 General Secretary of the Association not later than 15th July.

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120 day of July in the calendar year following the annual convention of Rotary International at which
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REPORT OF THE CONSTITUTIONS COMMITTEE
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