

President to Chairman

1 Background

- 1.1 The 2018 Business Meeting in Torquay gave overwhelming support to changes to the governance of RIBI, principally approving the replacement of the presidency with a Chairman of the Association. As the office of president appears in the Association's constitution, such a change would require the approval of the RI Council on Legislation (CoL). As the next opportunity for this matter to be brought before CoL will be the Council's meeting in 2022, it was recognized that a period of transition would be required. Governing Council approved the election in 2018 of a Chairman of the Association.
- 1.2 The principal reason for the change agreed at Torquay was the need to refocus the role of president away from visiting districts and touring the country and towards leading the Association's volunteer activities in a more businesslike manner. It was agreed that where there was merit in an "official visit" by someone from RIBI to a club or district (e.g. to mark a special anniversary or recognize a special project or achievement), this could be undertaken by the RI Director elected from among the clubs in RIBI or the chairman or another member of the RIBI leadership.
- 1.3 Since approval in principal was given at Torquay, considerable thought has been given to the best way forward, and Governing Council has agreed to recommend the following as the ultimate objective of the governance review;

That:

- The post of President be abolished
- The RI Director elected from the clubs in RIBI chair and lead Governing Council (GC)
- A new post of Chairman of the Executive be created

Further details of each of these proposals follows.

- 1.4 Of course, while the Association's By-laws may be changed at any business meeting, changes to the constitution require the consent of CoL. Moreover, officers have been elected in 2017 and 2018 on the basis of the then-existing dispensation. Accordingly, the need for transitional arrangements remains.
- 1.5 The following proposals are advanced, to take full effect from 1 July 2021, unless otherwise stated.

2 Role of RI Director

- 2.1 There are two reasons why it is proposed that the Director should chair GC. First, the Director is the senior RI officer in the area and it is appropriate that he or she

should lead the district governors, who are themselves RI officers. Second, to reinforce the concept of GC as the strategic body, with the Executive (by itself and through its teams) responsible for the operational delivery of the Association's strategy and work plans, it makes sense for different individuals to chair GC and the Executive, with the chair of the Executive accountable to GC.

- 2.2 While one of the paired Zones into which clubs in RIBI fall is entirely within the RIBI area (Zone 19), the other (20A) is one of three sections into which Zone 20 is divided. Accordingly, there will be a number of years in which there is no RI Director elected from the clubs in the area. This will occur in Rotary years 2025-26 and 2026-27 and in 2029-30 and 2030-31. (RI reviews zoning arrangements every eight years, so it might be misleading to project beyond these dates).
- 2.3 it is proposed that during those years when there is no RI Director elected from the clubs in the area, a "Leader of the Association" should be elected (in accordance with substantially the same procedures which currently apply for the election of a president of the association) to chair GC for a two-year term of office.

3 Chairman of the Executive

- 3.1 As noted above, the fundamental role of this post would be to provide voluntary leadership of the Association's operational activities, complementing the professional leadership of the General Secretary, and leading the Association's volunteer cadre.
- 3.2 Currently, the Association's team leaders are appointed, either by RI (as in the case of the Co-ordinators and Public Image and Foundation Co-ordinators) or by the Association (as in the case of the RIBI Humanitarian Service Co-ordinators and the Leadership, Development and Training Team Leader). Although subject to annual renewal, all these posts are generally multi-year appointments.
- 3.3 As the objective of this post is to provide businesslike leadership to the Association's operations, it is proposed that the Chairman of the Executive should be appointed in accordance with procedures approved by GC, post and should serve for a period of two years.
- 3.4 There should be a power for the Chairman to be removed "for cause". This power should lie with GC, with a right of appeal to the Council of Past Presidents (CoPP).
- 3.5 The Chairman should be a voting member of GC and should chair GC meetings if the RI Director (or Leader of the Association) is absent.
- 3.6 As part of the transition process, David Ellis, who was elected as Chairman of the Association for 2021/22 should discharge the role of chairman of the executive, albeit for that one year and retaining the designation "chairman of the association".

For illustration purposes, the following would apply:

Year	Chairman of GC	Chairman of Executive
2021-22	RI Director elected in 2019 (Zone 20A)	David Ellis
2022-23	RI Director elected in 2019 (Zone 20A)	1 st elected Exec. Chair
2023-24	RI Director Zone 19	1 st elected Exec. Chair
2024-25	RI Director Zone 19	2 nd elected Exec. Chair
2025-26	1 st Leader of the Association	2 nd elected Exec. Chair
2026-27	1 st Leader of the Association	3 rd elected Exec. Chair
2027-28	RI Director Zone 19	3 rd elected Exec. Chair
2028-29	RI Director Zone 19	4 th elected Exec. Chair
2029-30	2 nd Leader of the Association	4 th elected Exec. Chair
2030-31	2 nd Leader of the Association	5 th elected Exec. Chair
2031-32	RI Director Zone 19	5 th elected Exec. Chair
2032-33	RI Director Zone 19	6 th elected Exec. Chair
2033-34	RI Director Zone 20A	6 th elected Exec. Chair
etc		

4 “The DG Journey”

4.1 Hitherto, it has been the responsibility of the incoming president to lead the DGs who will be in post during his or her year in office in their training and development “journey”. The president has done so working in conjunction with the Leadership, Development and Training Team (LDTT). The relative timing of DG and directorial elections, however, is such that the straight substitution of director-nominee for president-nominee is not practicable. Accordingly, it is proposed that the principal responsibility for development of the “DG Journey” should lie with the LDTT Leader, working closely with both the RI Director/Leader of the Association and the Chairman of the Executive.

5 Interim Arrangements

5.1 As noted above, deletion of the post of president cannot be achieved before CoL 2022. As an interim measure, therefore, it is proposed that the Association’s by-laws be amended to provide that the president shall be the RI Director elected from the clubs in the area, or the Leader of the Association (although it is hoped that deletion of the post of president can be achieved at Council on Legislation 2022, before the need for a Leader of the Association arises).

6 Governing Council

6.1 It is proposed that membership of GC be amended by adding, as a voting member, the Chairman of the Executive.

6.2 it is proposed that in the Rotary year immediately succeeding their demission of office, the RI Director or Leader of the Association should attend GC.

7 Executive Committee

7.1 It is recommended that the membership of the Executive Committee be amended to comprise:

The Chairman of the Executive (to chair meetings and have a casting vote)

The RI Director elected from the clubs in the area, or Leader of the Association (as appropriate)

The RI Director-Elect elected from the clubs in the area, or Leader of the Association-Elect, as appropriate (no vote)

The Chairman of the Executive-Elect (no vote)

The Honorary Treasurer

The Honorary Treasurer-Elect (no vote)

The General Secretary (no vote)

One District Governor, elected as currently

One District-Governor-Elect, elected as currently

Three to Six general members, as currently

In the Rotary year immediately-succeeding their demission of office, the Immediate Past RI Director or Leader of the Association (no vote).

7.2 As an interim measure, however, the 2020/21 President should serve on GC and Executive in 2021/22 as Immediate Past President.

8 Council of Past Presidents

8.1 The Council of Past Presidents should be renamed “Council of Past Presidents and Directors” and past and current Directors elected from the clubs in the area entitled to membership.

9 Implementation

9.1 If these proposals are approved, the election of a president (chair of the Association) scheduled for the summer of 2019 will be cancelled.

9.2 It will be made clear to candidates seeking election as RI Director this summer that when they come into office on 1 July 2021, their duties will include chairing Governing Council.

10 Next Steps

10.1 Urgent resolutions giving effect to the proposals will be added to the agenda for the Annual Business Meeting (ABM) on 5 May 2019 (as permitted by by-law 7 clause 3 (d)).

- 10.2 if approved by the ABM, they will (unless otherwise specified) come into effect on 1 July 2021. Although it appears strange to introduce “urgent” proposals which will not come into effect for two years, unless action is taken now, the Association will elect a “President/Chair of the Association” this summer, thus potentially lengthening the transition period by a further year.
- 10.3 Resolutions be brought before the 2020 ABM to delete reference to the post of president, with a view to this amendment to the constitution being proposed at CoL 2022.

Summary

Governing Council has agreed that:

- a) The ultimate objective of the governance review, as set out in paragraph 1.3 be approved
- b) A resolution be moved at the 2019 Annual Business Meeting to amend the RIBI by-laws to give effect to the following:
 - (i) That with effect from 1 July 2021 the RI Director (RID) elected from the clubs in the area chair Governing Council
 - (ii) That where there is no RI Director elected from the clubs in the area, a Leader of the Association (elected in accordance with substantially the same procedures as currently apply to the election of president) chair Governing Council.
 - (iii) That with effect from 1 July 2022 a Chairman of the Executive be appointed to serve a term of two years as a voting member of GC
 - (iv) That with effect from 1 July 2021 the membership of Governing Council be amended as set out in paragraphs 6.1 and 6.2.
 - (v) That with effect from 1 July 2021 the membership of the Executive Committee be as set out in paragraph 7.1
 - (vi) That the title and membership of the Council of Past Presidents be amended as provided in paragraph 8.1
 - (vii) To delete the reference in by-law 2, clause 1 to the annual election of a president
 - (viii) As an interim provision, to define “President” as RID Director (or Leader of the Association).

c) The interim arrangement proposed in paragraph 3.6 be approved.

d) The proposals regarding the “DG Journey” in paragraph 4 be approved

c) A resolution be brought forward to the 2020 Annual Business Meeting to authorize an enactment being proposed to the 2022 Council on Legislation deleting the office of President.