

Constitution of Rotary International

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Constitution of Rotary International

Article 1 Definitions

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

Article 2 The Association and Its Purposes

Rotary International is the association of clubs and Rotaract clubs throughout the world. RI's purpose is to:

- (a) Support the clubs, Rotaract clubs, and districts in their pursuit of programs and activities that promote the Object of Rotary; and
- (b) Encourage, promote, extend, and supervise Rotary throughout the world.

Article 3 Object

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

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

Article 4 Membership

Section 1 — *How Constituted.* The membership of RI is clubs and Rotaract clubs.

Section 2 — *Composition of Clubs.*

- (a) A club is composed of adults who:
 - 1. demonstrate good character, integrity, and leadership;
 - 2. possess good reputation within their business, profession, occupation, and/or community; and
 - 3. are willing to serve in their community and/or around the world.
- (b) Clubs shall have a well-balanced membership in which no one business, profession, occupation, type of community service, or other classification predominates.
- (c) The RI bylaws may provide for active and honorary membership in clubs and the qualifications for each.
- (d) If approved by the board, a club or Rotaract club is not required to use the word “club” in its name in countries where the word “club” has an inappropriate connotation.

Section 3 — *Composition of Rotaract Clubs.* The board shall determine the composition of Rotaract clubs.

Section 4 — *Ratification of Constitution and Bylaws.* Every club and Rotaract club is bound by the requirements of this constitution and the RI bylaws, and any amendments to them, not contrary to law.

Section 5 — *Exceptions.* The board may, as a pilot project, admit into membership or permit the reorganization of up to 1,000 clubs that have provisions in their constitutions that are not in accordance with this constitution, the RI bylaws, and the standard club constitution. A pilot project may last no longer than six years. At the end of the pilot project, all clubs shall adopt the standard club constitution.

Article 5 Board of Directors

Section 1 — *How Constituted.* There are 19 members of the board, including the president and the president-elect. The president is chair of the board. Seventeen directors are selected in accordance with the provisions of the RI bylaws.

Section 2 — *Powers.* The affairs and funds of RI are under the direction and control of the board in conformity with this constitution, the RI bylaws, and the Illinois General Not-for-Profit Corporation Act of 1986, as amended.

Section 3 — *Finances.* The board may spend, consistent with the budget provided for in the RI bylaws, the current income and amounts from the RI reserve necessary to accomplish the purposes of RI. The board shall report to the following convention and council on legislation the reasons for any expenditures from the RI reserve. The board shall at no time incur a debt that exceeds the net assets of RI.

Section 4 — *Secretary.* The general secretary is secretary of the board and has no vote in its proceedings.

Article 6 Officers

Section 1 — *Titles.* The officers of RI are president, president-elect, vice-president, treasurer, other directors, general secretary, governors, and the chair, chair-elect, and honorary treasurer of RI in Great Britain and Ireland.

Section 2 — *How Elected.* The officers of RI are nominated and elected as provided in the RI bylaws.

Article 7 Administration

Section 1 — Rotary International in Great Britain and Ireland (RIBI) is an RI administrative territorial unit comprising all clubs in Great Britain, Ireland, the Channel Islands, Gibraltar, and the Isle of Man. The powers, purposes, and functions of RIBI are those in the RIBI constitution, as approved by the council on legislation and in this constitution and the RI bylaws.

Section 2 — Clubs are administered under the general supervision of the board, in conformity with this constitution and the RI bylaws, with direct supervision:

- (a) By the board.
- (b) By a governor in a district.
- (c) As otherwise determined by the board and approved by the council on legislation.
- (d) By RIBI, of clubs in Great Britain, Ireland, the Channel Islands, Gibraltar, and the Isle of Man.

Section 3 — Rotaract clubs are administered under the general supervision of the board or other supervision as determined by the board.

Article 8 Convention

Section 1 — *Time and Place.* An RI convention is held during the last three months of each year, at a time and place determined by the board.

Section 2 — *Special Conventions.* In case of emergency, special conventions may be called by the president with approval of the board.

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

- (a) A club is entitled to at least one vote either by one of its members as a delegate, or by proxy. Any club with a membership of more than 50 is entitled to one additional vote for each additional 50 members or major fraction thereof. Membership is determined as of 31 December immediately before the convention. A club entitled to more than one vote may choose to send more than one delegate to the convention or may authorize a delegate or proxy to cast more than one of its votes.
- (b) Each officer and past president of RI who is a member of a club is a delegate-at-large.

Section 4 — *Voting.* Voting is as provided in the RI bylaws.

Article 9 Council on Legislation

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

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

Section 3 — Procedures. The council on legislation shall consider proposals duly submitted to it. Its action is subject only to action by clubs as provided in the RI bylaws. The membership of the council on legislation is as provided in the RI bylaws.

Section 4 — Extraordinary Meetings. An extraordinary meeting of the council on legislation may be called by a vote of at least 90 percent of the entire board. The board sets the time and place for the meeting. Only legislation submitted by the board is considered. The submission deadlines and procedures provided elsewhere in the constitutional documents of RI do not apply unless time permits. Any action of the meeting is subject to action by clubs, as provided in section 3 of this article.

Article 10 Dues

Every club and Rotaract club shall pay per capita dues to RI twice per year, or at other times set by the board.

Article 11 Foundation

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

Section 2 — All gifts, devises, or bequests of money or property, and income therefrom, received by RI and any surplus funds of RI, as authorized by the convention, shall become the property of the Foundation.

Article 12 Membership Title and Insignia

Section 1 — Active Members. Active members are known as Rotarians and are entitled to wear the emblem, badge, or other insignia of RI.

Section 2 — Honorary Members. Honorary members are known as honorary Rotarians, and are entitled to wear the emblem, badge, or other insignia of RI.

Section 3 — Rotaract Members. Members of Rotaract clubs are known as Rotaractors, and are entitled to wear the emblem, badge, or other insignia of Rotaract.

Article 13 Bylaws

Bylaws consistent with this constitution specifying additional provisions for the governance of RI are adopted and may be amended by the council on legislation.

Article 14 Interpretation

Throughout this constitution, the RI bylaws, and the standard club constitution, the words “shall,” “is,” and “are” are mandatory, and the words “may” and “should” are permissive. The terminology “mail,” “mailing,” “ballot-by-mail,” and “club ballot” will include utilization of electronic mail (e-mail) and internet technology to reduce costs and increase responsiveness.

Article 15 Amendments

This constitution may be amended only by a two-thirds vote of the council on legislation.