

Rotary Club of San Diego Board and Committee Resolutions
2004 – 2016
Revised: March 29 2016

DECISION DATE	TOPIC	DECISION
2/26/2016	Liberty Station Conference Center	The Directors approved entering into a three year agreement with Liberty Station Conference Center
12/18/2015	Annual Project Allocation process	<p>The Directors approved the following PAC allocation process as previously approved by the Foundation board:</p> <ol style="list-style-type: none"> 1. In early March, based on donations to date, anticipated donations and grants from the San Diego Foundation, the Executive Committee drafts a recommended amount for PAC funding in the upcoming fiscal year. 2. At the Q3 meeting of the Foundation Board in March, the Foundation Board reviews the Executive Committee recommendation and approves a budget for PAC projects. 3. At the March Club Board meeting the board reviews the allocation and directs the PAC committee to start the process of soliciting proposals. 4. The PAC committee reviews the proposals and makes a recommendation to the Executive Committee by May 15. 5. At their May meeting, the Club Board reviews the PAC and Executive Committee recommendations and makes a recommendation to the Foundation Board. 6. At their Q4 meeting in June the Foundation Board ratifies the PAC budget for the upcoming fiscal year.
12/18/2015	Membership	The Directors approved that “When sponsoring a new member, it is not a requirement that the sponsor know the potential member for a minimum period of time, but rather the sponsor (and co-sponsors)

		should have adequate knowledge that the applicant meets all of the membership requirements of the Club's Constitution and Bylaws".
11/20/2015	Attendance	The Directors changed the Member Rules Sec 1.1 from "each member shall" to state that each member is "encouraged to" attend or participate in 60% of all Regular Meetings/event of the Club
10/30/2015	Past Due member suspension policy	The Directors changed when a member is subject to suspension to \$1,100 and 90 days past due.
9/25/2015	Young Professional Membership	The Directors approved the establishment of a Young Professional (YoPro) membership category
8/28/2015	Downtown Rotaract Club	The Directors approved the co-sponsorship with the Downtown Rotary Club the establishment of a Downtown Rotaract Club
8/28/2015	CADES Scholarship	The Directors recommended approval of the CADES Scholarship
5/29/2015	Weekly Program charges	The Directors approved that the price a member is charged for recurring meeting and lunch fees shall be equal to the amount that the club is charged.
5/29/2015	Member CFO status	The Directors approved that the Executive Committee be given the power to approve members applying for reduced fees under Clarification of Financial Obligations (CFO) and that no Board approval or notification is necessary.
10/31/2014	Foundation Management and Administration Agreement	The Directors approved the "Management and Administration" agreement with the Rotary Club of San Diego Foundation
9/26/2014	Foundation Board	The Directors approved the following for the Foundation Board: One Year Term Ending June 30, 2015 Larry Stirling Vern Aguirre Jim Hughes Richard Coutts

		Two Year Term Ending June 30, 2016 Jo Dee Jacob Will Newbern Sandy Purdon Keith McKenzie
8/29/2014	Budget Variances	The Directors approved that any budget variance in excess of 10% and \$500 be approved by the Board
8/29/2014	Grant requests	The Directors approved that any grant request that was submitted after PAC recommendations are complete can be approved by the Executive Committee up to \$2,500
8/29/2014	Rotary Club of San Diego Foundation	The Directors approved the Articles of Incorporation and Bylaw's for Rotary Club of San Diego Foundation
5/9/2014	Attendance make-ups	The Directors approved a guideline that a member will only receive attendance credit for attending a Grotarian event and not receive lunch credit or any other financial consideration.
5/9/2014	Project Allocation	The Directors approved that the Executive Committee will review any request for Project Allocation Funds that arrive after the Directors approve the annual Project Allocation Budget. Each request will be handled on an individual basis and the Executive Committee shall have full discretion on how to dispense the request.
2/28/14	Non-Profit Organizations	The Directors accepted the guidelines for evaluating potential members from non-profit organizations
2/28/14	Member Types	The Directors directed staff to consolidate the member types so as long as they are within the Club By-Laws.
10/25/13	Nominating Committee Recommendation of Candidates for Election	The Directors rescinded the October 30, 2009 Board Policy, delegating approval of the Club-nominated candidates for Directors and Elected Officers, to the Executive Committee.
8/30/13	More Than One Member from a Non-Profit	The Directors discussed the Non-Profit Membership Policy, adopted in June, 2003, and resolved to leave the existing policy in place (One Member per Organization).

7/30/13	Budget Variance Policy	The Directors approved the revised Budget Variance Policy as submitted by the Finance Committee. Please see the original document in the July 30 Board packet for changes.
6/28/13	Whistle Blower and the Document Retention and Destruction Policies	The Directors approved the Whistle Blower and the Document Retention and Destruction Policy as recommended and presented by the Finance Committee. Please see copies of the complete policies for process and details.
6/1/13	Project Allocations	In addition to other sources of funding, and if necessary, the Project Allocation Committee is authorized to allocate up to a maximum of one-sixth of the current amount in Project Reserves at the end of April each year.
3/29/13	Membership	The Directors approved permitting two or more attorneys from the same law firm to join the Rotary Club of San Diego.
2/22/13	Financial Assistance for Members also known as Clarification of Financial Obligations	The Directors accepted the formalization of the process for applying the Clarification of Financial Obligations policy as presented by Sec./Treas. Greg Zinser representing the Finance Committee. The specific wording is contained in the original document that is part of the minutes of this meeting.
2/22/13	Make-up Meetings	The Directors affirmed that the three ways to earn a make-up for a missed Club 33 meeting are the following: 1) attend the weekly meeting of another Rotary Club; 2) attend a District 5340 assembly, conference or council meeting; 3) attend a Grotarian event. If a fee is charged at 1, 2 or 3, the member will receive an attendance credit and a lunch credit. If no fee is charged, the member will receive only an attendance credit. The Directors declined to include golf, tennis, committee work and service projects as make-ups.
11/30/12	Reapplying for Membership with Past Bad Debts	Members who terminate their membership with bad debts and then later reapply for membership must first reimburse the club for their unpaid bills prior to being given consideration for renewed membership. Further, a company or organization that paid a member's Rotary dues and fees cannot propose to have a different person represent their entity as a member of the club until all

		previous bad debts incurred by the former member are paid.
10/26/12	Diana Venable Scholarship	The Board of Directors approved the recommendation from the DVS Committee to change the selection of the recipients of the DVS to the junior year of high school from the sophomore year. Please see entire scholarship document on file.
9/28/12	Budget Variance Approval Policy	The Board of Directors adopted a Budget Variance Approval Policy as recommended by the Finance Committee on September 18, 2012. See complete document for policy.
6/29/12	Returned Check Policy	The Board approved billing members for returned check charges when a member bounces a check to the club.
3/22/12	Membership	MemComm approved collecting the \$750 initiation fee from candidates when they submit the Prospective Member Application. MemComm also approved putting a candidate on the tracking chart when he/she has three sponsors and removing the candidate from the tracking chart after 90 days if there is no progress towards the SQ & PMA. A group of "Gatherers" will contact the sponsors of candidates on the tracking chart to keep the process moving. Please see the notes from the Mar 22 '12 meeting of MemComm for more details.
11/18/11	Credit Policy	At the recommendation of the Finance Committee, the Board of Directors approved a resolution to amend the existing credit policy to include member suspensions when an invoice becomes 180 days past due from presentation of payment with the other condition for suspension of members for financial reasons.
06/4/11	Holiday Auction	Resolved, the Directors approved the net proceeds of each annual Club 33 Holiday Auction shall be deposited into the Diana Venable Scholarship Fund at the San Diego Foundation until the principal amount equals \$600,000.
04/29/11	Claim Policy	Pursuant to Section 8.4 of the Bylaws, the Executive Committee shall be delegated and have the right, power and authority in the place and stead of the Board to compromise

		any and all claims against the Club arising in connection with a single incidence, event or occurrence, providing the aggregate monetary value of all such claims is less than \$2,500. Any such compromise shall be reported to the Board at its next meeting. Such right, power and authority shall not be retroactively revoked but remain in full force and effect until prospectively revoked by action of the Board.
11/19/10	Credit Policy	At the recommendation of the Finance Committee, the Board of Directors adopted a Credit Policy for members who have a balance due of more than \$1,000 and over 90 days late. Please refer to the actual policy for procedures and details.
08/27/10	Executive Committee	The Executive Committee shall be given the authority to act upon the findings for the members being considered for Clarification of Financial Obligations and to report their decisions at the September Board meeting
07/30/10	Personnel Matters	In view of the establishment of the Club's Executive Committee under §8.4 of the Club's BYLAWS (First Amended & Restated) effective July 1, 2009, the Personnel Committee previously created and authorized by action of the Board on September 17, 2007 is hereby dissolved and all of such Personnel Committee's rights, duties and authorities are hereby reauthorized and delegated to the Executive Committee, which among other rights, duties and authorities shall include: (a) all of the Board's authorities relating to Club personnel and employment matters including hiring, compensation, termination, oversight and supervision of Club employees; (b) the duty to periodically report such activities to the Board; and (c) the duty to immediately disclose to the Board if any member of the Executive Committee obtains a material financial interest in any transaction between the Club and any employee or other person.
10/30/09	Small Rotary Club Support Proposal	The Directors resolved to accept the proposal which means that Craig Evanco and Pat

		<p>Crowell will present a request to the Project Allocation Committee for \$2,000 per year for three years to assist a small Rotary Club in our District with its weekly meeting programs, membership recruitment and an annual work project with Club 33. The small club will match or exceed our \$2,000 and manpower. The results of the support will be reviewed at the end of the third year to determine if the program should be extended, expanded or discontinued. The officers and members of the small club will be invited to attend our meeting on a quarterly basis to make a brief report about the results of the partnership.</p>
10/30/09	Nominating Committee Recommendation of Candidates for Election	<p>The Board's authority to approve the Nominating Committee recommendations of Club-nominated candidates for Director and Elected Officers shall be delegated to the Executive Committee. The Directors adopted the resolution.</p>
7/31/09	Clarification of Financial Obligations	<p>To cope with membership retention during financially challenging times, the Executive Committee with the Secretary-Treasurer acting as Chairperson shall recommend to the Board the temporary extension of certain privileges to certain members who might otherwise resign from the Club. Those privileges include:</p> <ol style="list-style-type: none"> 1. Relief from financial obligations, for those who cannot pay, but do have time to participate. This relief could include any combination of the following: <ol style="list-style-type: none"> a. Relief from dues payments b. Relief from lunch charges for missed meetings c. Relief from contributions to the Club and Rotary International Foundation <p>Members approved for these privileges would be encouraged to attend meetings on a pay-as-you-go basis and participate in all other Club activities, as appropriate. The privilege period will be for six months, at which time another evaluation will be made and another recommendation will be sent to the Board for approval.</p> <p>The Secretary-Treasurer will be primarily</p>

		<p>responsible for verifying the financial condition of the distressed member on a confidential basis. Only the members of the Executive Committee will have access to the distressed member's financial situation to protect the member's privacy and dignity.</p> <p>Members who might benefit from this program will be those who actually resign, ask about resignation procedures, or ask about hardship arrangements.</p> <p><u>Additions made on July 31, 2009 at the monthly Directors Meeting:</u> The Board hears and approves all recommendations from the Executive Committee. Club Members may appeal to the Directors if their request for financial relief is denied.</p>
5/30/09	Senior Dues and Attendance Exempt	The Directors clarified the status change from regular dues and mandatory attendance to senior dues and attendance exempt would occur when a club member attained age 65 and 20 years of Club 33 membership. The member must make the request to the Board and the Board must approve the request for the change to take effect.
5/30/09	Large Club Conference	The Directors resolved to approve the agreement between Club 33 and the Hilton Bayfront for the 2011 Large Club Conference to be hosted by our club.
12/19/08	Donor Credit for Auction Items	The Directors resolved to approve the recommendation of Frank Arrington, Chair of the Fundraising Committee, that auction item donors shall receive credit in their Club 33 giving accounts equal to the dollar amount that their donated items brought to the Club at the auction.
10/24/08	Strategic Vision	The Directors resolved to approve the revised Strategic Vision statement that was submitted by the Board's subcommittee and presented by the President and the ED
10/24/08	Bylaw Committee	The Directors resolved to direct the Bylaw Committee to create wording to incorporate the points made in the Organization Development Process document presented to the Board by Chuck Pretto and Peter Duncan
9/29/08	Website Project List	The Directors approved the ED to create of a Project Page on our website that highlighted

		our community service efforts.
9/29/08	Yellow Pages Ads	The Directors resolved to partner with D5340 to enable our members to advertise on our homepage via the District's Yellow Pages format.
9/29/08	Minute Distribution Process	The Directors resolved to direct the ED to remove decisions involving personnel and contractual matters and then to post the Board and Committee Resolution document to the News Center on our website to satisfy the 2/23/07 resolution to distribute the Board's meeting minutes to the membership.
9/29/08	Project Allocation Committee Rollover Process and the treatment of Donations to Specific Projects	<p>The Directors resolved to accept the recommendation from Peter Bowie, Chair of the Project Allocation Committee, about the Rollover Process for PA and the treatment of Donations to Specific Projects with the addition of the following two provisions to the original three provisions:</p> <p>#4 If a restricted donation comes to a project and if that donation increases the project's budget or covers a budget shortfall, PA has the authority to use the donation to increase the project's budget or to cover the shortfall.</p> <p>#5 PA's decision is subject to final approval by the Board.</p> <p>Original three provisions:</p> <p>#1 Near fiscal year end, the Executive Director should call for a timely submission of all requests for disbursements or reimbursements, and notify all committee chairs that the accounts for that year will be "zeroed out" on a date certain.</p> <p>#2 The ED should advise all committee chairs that they may apply to Project Allocation for rollover of unexpended funds. Unusual circumstances that prevented the timely expenditure of the funds will be a signal criterion in the case-by-case evaluation of any such report.</p> <p>#3 Funds donated by members to support a specific project shall be the first funds applied to expenditures on that project to give primary effect to the donor's intent.</p>
8/29/08	Over Due	The Directors resolved that recalcitrant paying

	Accounts	members be called by the Executive Director and be given an opportunity to bring their accounts current with a credit card # that will be placed on file. If the member says no, the member will be brought to the attention of the Directors for further action.
7/25/08	Military Ex-Officio Liaison Process	The Directors resolved to accept proposals of membership from the Military Affairs Committee (MAC) without going through the normal Membership process. If the Board approves of the proposed member, the Board sends a letter of invitation to the individual and to the Chair of the MAC. MAC arranges the introduction after the individual accepts.
7/25/08	Budget	The Directors resolved to adopt the 08-09 budget (July 21 version) including a 25% club operations and administration fee on all contributions to Club 33.
7/25/08	Dues and Meal Charge Increase	The Directors resolved to increase annual dues for Actives from \$380 to \$420 and Seniors from \$250 to \$270; to add a \$1 charge to the meal cost to cover audio visual charges effective Oct 1 2008
6/27/08	Microcredit	The Directors resolved to direct the Project Allocation Committee to rollover any funds not used by the Microcredit Program in 07-08 to increase the Microcredit budget for 08-09.
6/12/08	Made by the Project Allocation Committee	It was resolved and passed that rollover requests by project from one Rotary year to the next will be considered on a case by case basis by the Project Allocation Committee.
6/7/08	Combined Board Retreat	It was resolved and passed to accept the Project Allocation Committee – Priorities statement as its grant fulfillment decision process.
5/30/08	Financial Review 07-08	The Directors resolved to engage Leaf & Cole to do its 07-08 financial review.
5/30/08	D5340 Ethics Initiative	The Directors resolved to decline to participate with D5340 in an Ethics Initiative for Zone 23 and 24.
5/30/08	Employee Retirement Plan 401 (k)	The Directors resolved to appoint John W. (Woody) Ledford and Bruce A. Hunt as trustees for the SD Rotary Club 410 (k) Employee Retirement Plan.
4/28/08	Project Allocation; Program & Project	The Directors resolved that all program and project committees will request their annual

	Committee Budgets	operating funds from the Project Allocation Committee via submission of the proper documents including the committee's budget.
3/28/08	Audio Files of Meetings	The Board moved to approve the posting of an MP3 file of our weekly meeting on the Club 33 website.
3/28/08	Dues for "Retired" Classification	The Board moved to confirm that new members with the classification "Retired" will be charged the current full dues rate.
2/22/08	Diana Venable Scholarship Fund	The Board moved to establish the Rotary Club of San Diego Diana Venable Scholarship Fund at the San Diego Foundation.
2/22/08	Project Allocation Fund Limit	The Board moved to approve to change the Project Allocation Committee's limit of \$5,000 to \$10,000.
2/22/08	Conference Room Furniture Payment	The Board moved to approve the payment of \$1,850.18 as its share of the expenses to furnish the common conference room in the new office space with a table and chairs.
2/22/08	Office Lease	The Board moved to approve the extension of the office lease with our current landlord to June 30, 2010. A signed copy is in the file.
10/25/07	Camp Enterprise	After extensive discussion Chuck Pretto moved that we continue to ask the membership to contribute to Camp Enterprise and that we continue Board overview of the budget at the Board level. Debbie Day seconded. The motion passed unanimously.
10/25/07	Diana Venable Fund	Chuck Pretto made the motion to enter into an agreement with the San Diego Foundation to set up the Diana Venable Memorial Fund. Peter Duncan seconded. The motion passed unanimously.
06/29/2007	Approval of Audit Firm	The Board unanimously approved using Leaf & Cole to do the audit of the San Diego Rotary Club. Estimate of \$15,000.00 for same.
06/01/2007	Rotarian Emeritus Status	The board approved that members with 40+ years in Rotary will automatically be awarded Rotarian Emeritus status.
06/01/07	Diana Venable Scholarship Fund	The Board approved the establishment of the DV Scholarship Fund with the goal of achieving a \$600,000 endowment over the next 10 years.
05/04/2007	Projects Allocation Fund Limit	The P.A.C. may allocate up to \$5000 in additional funds without Board approval.
04/28/2007	Delinquent	The Board approved that starting June 1,

	Accounts	2007, any member who is 90 days in arrears on their account shall be charged a service fee of \$50 and each 30 days thereafter that their account is not paid, an additional \$25 service fee will be assessed
02/23/2007	Minutes to be distributed with Rotator	The Board approved the sending of the minutes on a monthly basis to members as an attachment to the Rotator
02/23/2007	Youth Protection Committee	A new Youth Protection Committee is to be formed and have a <i>Youth Protection Officer</i> who is not on the Board of Directors.
02/23/2007	Retain balance in Advised Fund	MOTION: moved and seconded to continue to hold \$130,000, slated to be transferred to the Endowed Fund Account, in the Advised Account (#6096).
12/15/2006	Attorney Applicants	The Board unanimously approved doing away with the application of special criteria for attorney applicants.
12/15/2006	Applicants who represent 501© (3) Organizations	The Board reaffirmed the policy regarding applicants who represent 501©(3) Organizations to group them together and apply the 10% limitation to the group.
11/17/2006	Sexual Harassment Policy	The Board discussed the Rotary Sexual Harassment policy and the question of background checks of individuals involved in our major projects, such as Camp Enterprise.
09/29/2006	Quarterly billing for lunches	The Board approved to start the new program of processing lunches as of January 1, 2007 for quarterly lunch pre-billing or monthly pre-billing if requested by member.
03/31/2006	Major Community Project	A motion was made by Barry Lorge as follows: We have been unable to reach a consensus on a major community project..... 11 yea, 2 nay carried
01/27/2006	Alternative Meeting Site	A committee has been formed to look into an alternative meeting location.
08/26/2005	Rotarian Emeritus	The Board approved a motion to have a new status in the club called "Rotarian Emeritus" which shall be any long-term, exemplary members of the club, who are no longer able to actively participate in the club. RE's have the same financial obligation as an Honorary Member.
08/26/2005	Policy regarding Leave of Absence	Board policy regarding Leave of Absence submitted by Patty Roscoe. "Good and sufficient cause shall be deemed as a

		Rotarian's inability to attend due to surgery, extended illness, death in the family or the financial inability to attend for a limited period of time."
08/26/2005	Amendment of Constitution and bylaws.	See the August, 2005 Board packet for full text of proposed amendments.
03/04/2005	Policy regarding use of e-mail addresses	Members are not to use the e-mail addresses of anyone in the club for their own purposes.
01/28/2005	On-Line Make ups	The board decided that on-line make ups will not be accepted by this club
06/03/2004	Liberty Station Bldg. 623	At a special meeting the Board decided to <u>not</u> Make an offer to McMillan on Liberty Station Building # 623