



ROTARY DISTRICT 5420 MANUAL OF PROCEDURE (Approved Changes from May 2020)

A. Purpose and Introduction

The purpose of Rotary District 5420 is to assist the individual clubs of the District to advance the Object of Rotary. The District Manual of Procedure (hereafter referred to as MOP) is the governing document of District 5420 and exists to guide the administration of the District to accomplish this purpose. This MOP may be modified from time to time by following the procedures outlined in Section I, Resolutions Committee.

B. Organization of District 5420

1. The District Office will be at such location as the District Governor (hereafter referred to as DG) shall select and the official files of the District will be kept at this office. Within fifteen days of the conclusion of the term of office, the DG will screen the files for the year, remove all non-essential materials, and then forward to the successor all official files.
2. The District files will include copies of all reports of the DG to Rotary International including:
 - a. Two semiannual Club Invoice reports (Previously called SAR)
 - b. Report of the District Conference
 - c. District Directory
 - d. District MOP
 - e. DG's Monthly Newsletters
 - f. Visitation reports
3. The District Governor-elect (hereafter referred to as DGE) will, prior to assuming the DG office on July 1, appoint standing committee Chairs to assist in the administration of the District. All members of the various committees shall be appointed to committees by the appropriate Chair with the advice and consent of the DGE. The District committees are as follows:
 - a. Conference
 - b. Advisory
 - c. Finance
 - d. Youth Service
 - 1) Interact
 - 2) Rotaract
 - 3) RYLA
 - 4) Youth Exchange
 - e. Membership and Extension
 - f. The Rotary Foundation
 - g. Resolutions

- h. Nomination
 - i. Education & Training
 - j. Communications
 - k. Other committees as recommended by the Rotary International Manual of Procedure or by directive from the President of Rotary International.
4. All District committees shall meet the criteria as outlined below.
 - a. Minimum of three (3) members.
 - b. Chair appointed by the DG who will conduct committee meetings and vote only to break a tie.
 - c. Committee members are appointed with the advice and consent of the DG and shall serve a term of one year not to exceed three consecutive terms unless approved by the DG.
 - d. Vacancies are filled by appointment of the DG, or at the discretion of the DG, by the DGE.
 - e. The DGE and the District Governor-nominee (hereafter referred to as DGN) may submit names of potential committee members to the DG for consideration to provide training, continuity, and institutional memory.
 5. The DG shall have veto power over all committee decisions and make final decisions on matters affecting District management.
 6. Committees are encouraged to meet regularly, in person or electronically.

C. Conference Committee

1. The DG, DGE, and DGN may appoint members to the Conference Committee to plan their respective District Conferences and to promote the RI Convention. The DG has authority to plan and conduct the District Conference during their year with assistance from the Conference Committee and input from the R.I. President.
2. During the week of District Conference and/or other District wide events, Rotary Clubs in District 5420 are strongly encouraged to suspend their regular Rotary Club meetings to encourage and promote attendance at these events.
3. Include in the Conference Schedule a Business meeting to allow Club elector(s) to participate in the Resolution Committee, Caucus selection and other Business needs.

D. Advisory Committee

1. The DG will appoint members of the District Advisory Committee. It is recommended the committee be composed of, but not limited to, five Past District Governors (hereafter referred to as PDG). The DGE and DGN will serve with the Committee in ex-officio or invited guest capacity. The DG shall appoint the Chair of said committee.
2. The Advisory Committee may, at the request of the DG, the DGE, or DGN, meet from time to time to provide advice concerning those issues and subjects as specifically requested.
3. The Advisory Committee will hold an annual meeting, at a place and a time to be determined by the DG, to advise the DGE and the DGN on matters and procedures which are specific to District 5420. These may include, but are not limited to District 5420 finances, policies governing Youth Exchange Students, committee functions, managing major *events* such as PETS, assemblies and matters specific to District 5420's MOP.

E. Finance Committee

The DG shall appoint a committee of Rotarians who represent professions in the fields of law, banking or accounting. The committee chair must be a PDG or past District Officer (defined as having served as AG, Committee Chair, District Trainer,). The chair need not be of the above-named professions. The DGE and DGN shall be ex-officio members thereof and are expected to attend committee meetings. The DG shall retain authority to make final decisions on matters affecting District Finance.

The duties of the Finance Committee:

1. Review and recommend the budget as presented by the DGE for the fiscal year of their administration. The proposed budget will be presented by the DGE or their designee at the Presidents-elect Training Seminar (PETS). Presidents-elect will approve or disapprove any per capita assessments based on that budget.
2. Aid the Presidents-elect in giving notice of the annual District per capita assessment to their clubs
3. Aid the DGE in the selection of a financial officer to manage the DG's budgeted funds. This financial officer will co-sign all checks for the DG's budgeted funds and prepare financial reports for the Finance Committee at least annually but upon request of the Finance Committee. The financial officer will be an ex-officio member of the Finance Committee.
4. District funds are derived from a per capita assessment paid by the clubs. These funds enable the DG to meet District expenses beyond the allocation of Rotary International and within the approved current budget. Transfer of funds at the discretion of the DG within the District budget is permissible.
5. The per capita assessment will be based on a proposed budget for the coming year prepared by the DGE. This proposed budget will be presented to the Club Presidents-elect with the proposed per capita assessment. When the per capita assessment is approved by the Club Presidents-elect, the DGE will notify the member clubs of such assessments prior to their fiscal year of service. These assessments will be based on RI official membership records and will be payable immediately upon the club being invoiced by the District. Assessments past due 30 days from the date of invoice will be deemed delinquent.
6. Clubs delinquent as of January 1 are subject to termination.
7. District funds are used to fund District programs, and pay expenses not reimbursed by Rotary International for the DG, the DGE and DGN and their partners. These expenses may include, but not limited to economy class airfare and basic registration, hotel and meal expenses for attendance at any events required of those officers by Rotary International.
8. District funds are to be used to pay other non-budgeted expenses which the DG may feel are in the best interest of the District and which receive prior approval by the Finance Committee.
9. The Finance Committee shall advance funds to the DG, DGE and the DGN for their operating expenses as requested. Such funds will be considered as part of the fiscal budget for the year in which each Governor serves as the DG. The Finance Committee shall advance such funds based on each Governor's approved budget (see 5 above). Each Governor may make a request, itemizing the need for funds. To expedite the process, the Finance Committee will develop a form that may be used by the Governors. The Finance Committee shall advance the requested funds needed once the itemized list has been received. Once receipts have been received for expenses incurred, another advance may be received by the Governor.

This procedure shall be followed to acquire funds to run the District until the DG's year has expired or the Governor has expended all the funds approved in the budget.

Each DG will retire their account and report all expenditures made within six months after leaving the office of Governor.

10. The DG and the Finance Committee will maintain a cash reserve representing an average of the past three years expenses for the purpose of funding expenses incurred by the DGE and the DGN prior to taking office.
11. Funds in excess of a full year's cash reserve may be expended by suggestion of the DG with the approval of the Finance Committee for the benefit of the District.
12. At the conclusion of the DG's fiscal year, any funds not expended in the DG's approved Budget shall be considered surplus as long as the condition of section E 10 has been met. Distribution of surplus funds in excess of E 10 shall be decided by the outgoing DG, the outgoing District Leadership Team, and the outgoing Presidents. Excess funds accumulated as determined by the Finance Committee during the closing of a Governor's books may be appropriated to the Rotary causes as decided by the outgoing DG outlined above. If these funds are not earmarked, excess funds shall be returned to the Finance Committee. The outgoing DG, with the approval of the incoming DG, may serve as a non-voting member of the Finance Committee in an advisory capacity for one year to oversee the appropriation of the excess funds accumulated in the outgoing DG's year.

F. Youth Service Committee

The duty of the Youth Service Committee is to preside over and promote RYLA, Interact, Rotaract, and Youth Exchange. The Youth Service Chair must have previously served as Chair of one of these programs. Members of the committee shall be the chairs of the four Youth Service Programs and other members as appointed by the Youth Service Chair.

The duties of the Youth Service Committee are:

1. Ensure the success of the Youth Service program.
2. Oversee the expenditures of all Youth Service Funds, including those contained within the 501 (c) 3 "District 5420 Rotary Youth Foundation" Account (hereafter referred to as Youth Foundation Account).
3. Funds to operate the Youth Programs of District 5420 shall be deposited into the Youth Foundation Account. RYLA funds and Youth Exchange Funds shall be kept as dedicated line items and may not be comingled with other Youth Service Program funds.
4. Upon assuming office, the DG will distribute any Youth Service Funds to the Youth Service Committee to be deposited into the Youth Foundation Account.
5. At the end of each DG's year, the Youth Service Committee shall submit an itemized accounting of all expenditures from the Youth Foundation Account.

G. Membership and Extension Committee

The Membership and Extension Chair promotes membership growth. It is recommended the Chair be a PDG or Past Assistant Governor. The committee shall consist of Rotarians. Duties of the Membership Committee will be to:

1. Act as a resource guide on membership recruitment and retention.
2. Provide resources and programs to stimulate membership growth in the clubs.
3. Prepare and conduct membership development programs.
4. Develop new clubs in the District through extension to underserved areas.
5. Meet on a regular basis.

H. The Rotary Foundation Committee

The Chair of this committee must be a PDG or past District Officer. No Chair is to serve for more than three (3) years in succession unless approved by the DG, DGE, and DGN. The Committee will organize subcommittees as prescribed by Rotary International. The duties of these subcommittees will be established at the time of creation and shall meet the requirements as set forth in the current Rotary International Manual of Procedure.

The DG is an ex-officio member of the committee. With the direct leadership of the DG, the Foundation Chair works with the committee to plan, coordinate, and evaluate all District Foundation activities.

The members of each subcommittee should, insofar as possible, have experience in their subcommittee's area of responsibility. Subcommittees shall be appointed to address the following ongoing administrative functions:

- 1) PolioPlus
- 2) Grants
- 3) Fundraising
- 4) Stewardship (TRFC 7.020.)

Descriptions of the duties of the District Rotary Foundation chair and each of the subcommittees can be found in the District Rotary Foundation Committee Manual (300) and The Rotary Foundation Code of Policies.

I. Resolutions Committee

The Chair of the Resolutions Committee must be a PDG or Past District Officer. The duties of the Resolutions Committee:

1. Ensure the MOP of District 5420 is in conformity with the Rotary International Manual of Procedure.
2. Encourage the club's leadership to become familiar with the MOP and propose new resolutions.
3. Receive, prepare, publish and distribute to all clubs any new resolutions or proposed amendments to existing documents it may deem necessary or desirable for the administration of the District.
4. At least thirty (30) days prior to the Annual District Business Meeting, called by the District Governor, any resolutions are to be distributed, through the Resolutions Committee to all Clubs and to the DG, the DGE and the DGN. It shall then be the responsibility of the Club President to distribute and discuss proposed changes in the MOP with club membership. (Congratulatory or commendatory resolutions need not have such distribution and may be adopted by a majority vote of the electors.)
5. Additional resolutions may be presented by clubs at the District Business Meeting that have not been distributed thirty (30) days prior to the District Business Meeting. Those resolutions which receive a two-thirds majority vote of electors in attendance at the District

Business Meeting will be considered for adoption at the following year's District Business Meeting.

6. Resolutions to the MOP shall all be voted on at the District Business Meeting and approved by a majority of the electors.

J. The Nomination Committee and the Selection Board/Selection Committee

The Nomination Committee is appointed by the current DG and shall consist of three Rotarians in District 5420 who have served as Club President or in a District level position. It is highly encouraged that the Chair of the Nomination Committee be a PDG. The duties of the Nomination Committee are:

1. Bolster the number of applications for the position of DGN-nominee in the District by encouraging qualified candidates to apply for the position of DGN-nominee.
 - a. Receive the applications of candidates for the position of DGN-nominee from the DG and rule on whether the nominated candidates meet the minimum qualifications as outlined by Rotary International Manual of Procedure.
 - b. Submit all eligible applications for the position of DGN-nominee to the Selection Committee for their preview of the applications prior to the selection of the DGN-nominee.
 - c. Apportion District 5420 into five (5) caucus areas which are approximately equal in membership and provide the apportionment to the Selection Committee for the purpose of conducting the area caucus meetings. Electors in each area are appointed by each club as listed in M. 2.
2. The Selection Board shall consist of three most immediate PDGs (one PDG appointed by the DG as the Chair) who have been most active in the District since their Governorship, as determined by the DG, herein after referred to as the Selection Board. The duties of the Selection Board are:
 - a. Conduct a caucus meeting to select a representative and an alternate (in the event the representative cannot serve) for each of the five (5) caucus areas as outlined in J. 1. c. above. Area caucuses will be held in a format, time and place as determined, by the Selection Board. The Caucus Chair to head each caucus will be appointed by the Selection Board. In the event an area is not represented at the caucus, the Selection Committee will appoint a representative(s) to represent the vacant area(s).
 - b. Establish a Selection Committee to be composed of the Selection Board and five (5) Rotarians, as chosen by the caucuses, who are serving or have served as club president and who are in good standing with Rotary International. The Selection Board Chair shall also be the Chair of the Selection Committee.
3. The Selection Board Chair and the DG shall select a date no sooner than January 1 and no later than June 30 for the meeting of the Selection Committee. Two months prior to that date, the Selection Board shall announce the date of the District Governor selection meeting and extend an invitation to each club to propose a qualified candidate for DGN-nominee, District Representative (DR) and Alternate District Representative (ADR) to the RI Council on Legislation (the DR and ADR are only selected once every three years, two years prior to the next RI Council on Legislation) and when appropriate a Zone District Interviewer (ZDI) to interview the Zone Director candidates.
4. No later than two weeks prior to that date, the president of a club wishing to place one of its members in nomination for DGN-nominee, DR/ ADR / ZDI (when appropriate), shall file with the DG, a resolution of the club, adopted at a regular meeting of the club, naming such member as a candidate and certifying that the candidate meets the qualifications for DGN, DR/ ADR / ZDI (when appropriate) as outlined in the Rotary International Manual of Procedure. The DG shall then forward all applications to the Nominating Committee for final determination and review of

eligibility.

5. On the date selected, the Selection Committee shall interview all Rotarians who are proposed for the position of DGN-nominee, DR// ADR / ZDI (when appropriate). On that date, the Chair of the Selection Committee shall provide the names and materials submitted by the clubs nominating a candidate who has met the qualifications to serve as DGN-nominee, DR, and ADR (when appropriate) and certify each as a valid candidate as stated by the Nomination Committee. No member of the Selection Board shall be provided candidate materials in advance. Not less than three (3) area members and two (2) PDGs shall be present to constitute a valid interview. If the Selection Committee, after interviewing and deliberating on the nominated candidates, comes to the decision that none are viable, the Selection Committee, may interview other candidates. All interviews, when possible, shall be held in person.
6. The decision of the Selection Committee will be by majority vote. The candidate(s) selected shall be judged according to the following criteria and the best qualified candidate selected:
 - A member in good standing in his/her club and the District.
 - Has served, for the full-term, as a club President.
 - Is willing to attend for the full duration the Governors-elect Training Seminar and the International Assembly (DG candidate only)
 - Has the ability to fulfill the duties of the office including but not limited to; visiting all clubs during his/her term of office, organizing new clubs, strengthening existing clubs, promoting membership, supporting the Rotary Foundation, promoting cordial relations among clubs, planning for and presiding at the District Conference, communicating with clubs, reporting promptly to RI as may be required by the president or the board, assuring that District nominations and elections are conducted in accordance with the RI constitution and policies and the District MOP, transferring District files to the governor-elect in a timely fashion, and performing such other duties as inherent to the office of DG. (DG candidate only)
 - Has a demonstrated understanding of Rotary and its programs including The Rotary Foundation, club organizational structure, District organizational structure, Rotary youth service organizational structure purposes and goals, and District committees.
 - Has been a Rotarian for at least 7 calendar years.
 - Is willing to attend the Council on Legislation as prescribed by Rotary International. (DR and ADR only)
7. Within three days of the decision, the Chair of the Selection Committee shall notify the DG of the Committee's selection for DGN-nominee, DR,/ADR & ZDI (when appropriate). The DG shall notify the selected candidate(s). The Chair of the Selection Committee shall notify those candidates not selected. Within one week of the selection, the Selection Committee Chair shall distribute to each club the name of the candidate(s) selected together with a statement of qualifications.
8. Within thirty days of the date of the Selection Chair's notification of the selection, any club that submitted the name of a qualified candidate other than the Selection Committee's choice, may resubmit their candidate by resolution of the club. Then those candidates along with the Selection Committee DGN-nominee and DR / ADR / ZDI (when appropriate), shall be placed on a special Rotary International mail ballot and submitted to all clubs. The candidate(s) receiving the majority vote of electors as outlined in M.2 shall be certified by the District Nomination Committee as the DGN-nominee, DR / ADR & ZDI (when appropriate).
9. If a mail ballot is required, the procedure established by Rotary International Manual of Procedure shall be utilized.
10. If within thirty days of the Selection Committee's Chair notification, no candidate has been resubmitted, the Nomination Committee shall declare the candidate selected by the Selection Committee to be the DGN-nominee and DR / ADR / ZDI (when appropriate) and the Nomination Committee shall so notify all clubs in the District not later than one month after the declaration.

11. Campaigning for the office of DGN-nominee or DR/ ADR / ZDI by any candidate, committee, board or person supporting such candidate is strictly prohibited in the Rotary International Manual of Procedure. A candidate will be disqualified regardless of who is responsible for the campaigning.

K. Education and Training Committee

The DG shall appoint an Education and Training Committee to oversee the training programs and to assist newly elected officers as to the duties and responsibilities of their office. The Chair of the committee must be a PDG or a past District officer. The committee will consist of an Education & Training Chair, aka District Trainer, appointed by the DGE, and other members as selected by the DGE. It is highly recommended that the District Trainer be a Rotarian who understands the operations of the District and the role of a District Trainer.

The committee shall:

1. Work with the DG, DGE and the District Trainer to plan the time and place for any District level training, such as PETS, Foundation, Membership, Assemblies, or other District level training meetings and to prepare the District Trainer to train at these events thus ensuring consistency of training from year to year. PETS shall be conducted as soon as is practical after the International Assembly. PETS' attendance by all Presidents-elect is mandated by the Rotary International Manual of Procedure. Presidents-nominee are encouraged to attend PETS.
2. Work with officers including Presidents-nominee, Presidents-elect, Presidents, the DGN and the DGE to help them understand their responsibilities, duties, and roles as required by the Rotary International Manual of Procedure and the District 5420 MOP.

L. Communication Committee

In order to facilitate good communication and promote the image of Rotary in Utah, the DG shall organize a Communication Committee. Members of the committee include the Public Image coordinator, the Newsletter/Slog editor, the Social Media leader, the Web Team leader and others deemed necessary by the DG. The committee's purpose is to educate and promote effective public image and communication programs throughout the District.

M. Clubs

1. Rotary clubs shall ensure that during the official visit of the District Governor the club's meetings shall be dedicated to the business of the District Governor. The only speaker during the club's meeting shall be the DG, unless the DG approves otherwise.
2. Each club will be entitled to one elector who is an active Rotarian in good standing with Rotary International and has served or is serving as a club President plus an additional elector, meeting the same qualifications, for each additional twenty-five members or major portion thereof as of the last RI Invoice. These electors shall constitute the voting body at the District Business Meeting and area caucus meeting.
3. Clubs that have been terminated are responsible for resolving any unpaid financial matters following their termination. It shall be the responsibility and obligation of the elected officers to preside over these matters in order to maintain the good name and reputation of Rotary. In addition:
 - a. Any unencumbered funds raised by the club shall be delivered to the DG and all financial accounts of the terminated club closed. It shall be the responsibility and obligation of the elected officers to preside over these

matters.

- b. Funds received by the DG due to termination of a club shall be disbursed in the furtherance of Rotary causes only after the DG has:
 - Consulted with the former officers of the terminating club on how they would like to see the funds disbursed.
 - Consulted with the District Finance Committee to determine if the terms of section E 5 have been met.

N. Rotary Partnerships

1. Local Rotary Clubs are encouraged to develop partnerships with worthy organizations and purposes.
2. District 5420 assumes no personal or financial liability for the decision of a local Rotary Club to enter into a partnership with a worthy organization.
3. Before entering into a partnership with worthy organizations, a club should perform due diligence in the following areas:
 - a. Determine the legitimacy of the cause and the stability of the worthy organization.
 - b. Ensure a full financial statement and balance sheet is available and reviewed by the local Rotary club prior to entering the partnership.
 - c. Review the administrative overhead and costs of the worthy organization to determine whether these costs are reasonable.
 - d. Research the type of protection and limits on liability the worthy organization ensures the partner as a part of determining whether to enter into the partnership.
 - e. Assure programs involving youth have adequate protections to prevent any type of abuse, including, but not limited to, physical and sexual abuse.
4. Local Rotary Clubs or their partners may not imply District 5420 or Rotary International endorse their causes by virtue of entering into such a partnership.
5. Prior to forming a partnership clubs are urged to refer to the Rotary International MOP for guidelines regarding Rotary partnerships with other organizations.

O. Vice Governor

If and when a sitting District Governor (DG) of the District is unable to serve effectively, for any reason, as determined by the majority of the PDGs, DGE, and DGN, and for a prolonged enough period that the good of the District is jeopardized, a Vice Governor (VG) will be selected from the corps of PDGs and DGE of the District. The VG will perform the duties of DG until such time that the sitting DG can serve again or until the end of the given Rotary year whichever comes sooner. The VG will be nominated by the same Nominating Committee as constituted for the nomination of the DGN-Nominee. All clubs in the District will be notified by email to the club presidents of the nomination of the VG and the expected term of service. Any club disagreeing with the nomination of the VG by the Nominating Committee may respond to the email within 15 days of the email having been sent. If a majority of the clubs in the District so respond that they disagree with the nomination, the Nominating Committee will reconsider and nominate a different PDG and the confirmation process repeated until a VG is confirmed. Following 15 days after the club presidents have been notified without a majority of the clubs objecting, the VG will be confirmed, and the clubs again notified of that finality. The sitting DG remains the District Governor, but the VG may act in his/her behalf until the termination of the VG's service as indicated above.