

MEMORANDUM OF UNDERSTANDING (MOU)
BETWEEN The Guatemala Literacy Project (GLP) Advisory Board
AND Cooperative for Education (COED)

1. **Parties.** This Memorandum of Understanding (hereinafter referred to as “MOU”) is made and entered into by and between the Guatemala Literacy Project Advisory Board and Cooperative for Education.
2. **Purpose.** The purpose of this MOU is to define the GLP and determine its scope as well as establish the terms and conditions on how the above groups will work in partnership with one another.
3. **Term of MOU.** This MOU is effective upon the day that both groups date, sign, and execute the MOU. The MOU is also subject to the regulations of the parties’ respective legislative frameworks and shall remain in full force and effect until cancelled by either party. This MOU may be terminated, without cause, by the leaders of either party upon 60 days written notice which shall be delivered by hand or by e-mail.
4. **Definition & Scope of the GLP.** The Guatemala Literacy Project (GLP) is a network of individual Rotarians, Rotary clubs and districts, and COED with a common interest in improving education for underserved students in Guatemala. We work collaboratively by securing Global Grants from The Rotary Foundation and serving as ambassadors to promote and support mutually-agreed-upon projects and activities.

The GLP includes any projects or initiatives that Rotarians, Rotary clubs and COED accede to be within a mutually agreed-upon **scope of cooperation**. (Please see section 12).

5. **Definition of the GLP Advisory Board.** The GLP Advisory Board is a body of Rotarians and COED staff members established to represent both the interests of the supporting Rotary clubs and COED in supporting and executing GLP programs and activities. The Advisory Board is comprised of Rotarians who represent a cross-section of clubs in Guatemala and other international locations who have shown active interest in and support of the GLP. Additionally, the Advisory Board provides a forum for the GLP co-chairs, Global Grant host clubs, and COED to seek advice and feedback on the work of the GLP, especially as it relates to the development and implementation of Global Grants, marketing to Rotarians and Rotary clubs, and any expansion of the scope of the GLP.
6. **The GLP Advisory Board’s Role with Global Grants.** The Advisory Board will choose the Host and International sponsoring clubs for each Global Grant. Under The Rotary Foundation rules, the Host and International sponsoring clubs are ultimately responsible for their Global Grants, including implementation, accounting, and reporting. Therefore, the Host and International Sponsors will have the final word over the budget, allocation of funds, and any changes to the scope and direction of the projects listed on

the grant. However, since each grant application is comprised of contributions from over 100 Rotary clubs, the GLP Advisory Board provides input and advice for the Sponsor clubs.

7. **How Decisions Are Made.** The GLP Advisory Board will consist of Rotarian members and two COED staff members. Quorum will consist of 50 percent of the Rotarian members, which must include at least one officer, along with at least one of COED's two members. If the members on the call do not constitute a quorum, within a week of the meeting date a copy of the resolution and background information will be circulated by email and an electronic vote will be taken. Members will have one week to reply via email for their vote to count. The Advisory Board will follow the abridged Robert's Rules of Order. The Advisory Board considers many matters that are outside of the scope of Global Grants such as overall strategy, marketing, conventions, tours, etc.
8. **Requirements and Responsibilities of the GLP Advisory Board Members:**
 - A. To participate in virtual meetings.
 - B. To advise on project development, finances, marketing, and project recognition.
 - C. To give advice to the Host and International Sponsor clubs on Global Grants.
 - D. To reach out for financial support through:
 1. Getting clubs/districts to participate in GLP projects and tours, both inside and outside the annual Global Grant.
 2. Giving presentations.
 3. Making phone calls or emails to prospects or previously-giving clubs, encouraging participation.
9. **Requirements and Responsibilities of COED.** COED is the partner organization for grants. As the partner organization, COED, along with the support of the Host and International Clubs, is responsible for the implementation of programs designated by Global Grants. Two COED staff will serve as members of the Advisory Board, the Executive Director and the staff member responsible for maintaining the relationship with Rotary International and its clubs. On those matters that are new or where changes are being made to the integral part of the GLP initiative, there will be a full discussion between representatives of COED and the GLP Advisory Board.
10. **Membership on the GLP Advisory Board.** All Advisory Board members are encouraged to make recommendations for potential new members to the Advisory Board co-chairs. However, only the co-chairs or their designee will be able to extend an official invitation to join the Advisory Board. Once invited, potential new members will be approved for membership by majority vote at the next Advisory Board meeting, which they may attend. The primary contacts for the two clubs sponsoring the Global Grant will automatically be members of the Board from the beginning of the campaign to build the grant—starting with the second quarter meeting—until the grant is closed. Upon closure of the grant the primary contact members will terminate board membership. Candidates for the GLP Advisory Board are Rotarians who have shown an active involvement with the GLP. Representation on the Advisory Board will generally be limited to one member per club. Any member who fails to attend three or more meetings without explanation to a co-chairperson will be removed from the board.

11. Terms & Officers. Advisory Board members commit to a one-year term (renewable each year). The Advisory Board shall annually elect the following officers from the Rotarian members: two Co-Chairpersons and a Secretary. One of the chairs or their designee will plan the agendas and run the meetings. The Secretary documents attendance and sees to it that minutes are taken, approved and circulated. Furthermore, the Secretary will ensure that action steps in the minutes will be summarized and highlighted in the document.

12. Scope of Cooperation:

- A. Joint participation in the annual GLP Tour, the GLP Advisory Board, RI conventions, House of Friendship booths, district conferences, etc.
- B. Work done in partnership with Host and International Sponsors and COED to secure club, district, and TRF funding through the Global Grant process.
- C. Promoting sponsorships of GLP programs such as Textbook, Computer Centers, CORP, and Scholarship & Youth Development Programs.
- D. Providing support to the program according to a Rotarian's interests and expertise.

13. General Provisions.

Amendments. Either party may request changes to this MOU. Any changes, modifications, revisions, or amendments to this MOU which are mutually-agreed-upon by and between the parties to this MOU shall be incorporated by written instrument and will be effective when executed and signed by all parties to this MOU.

Signatures. In witness whereof, the parties to this MOU through their duly authorized representatives have executed this MOU on the days and dates set out below and certify that they have read, understood, and agreed to the terms and conditions set forth herein.

The effective date of this MOU is the date of the signature last affixed to this page.

Guatemala Literacy Project Advisory Board Chairs

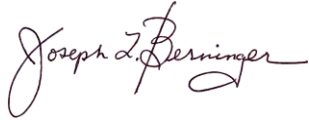
Cathy Johnson 6/21/2017
[Name and Title] Date

Co-Chair, GLP Advisory Board

[Signature]

Date: 7/11/17

Cooperative for Education




[Joseph Berninger, Executive Director] 6/20/17



[Jessica Stieritz, Liaison to Rotary International] 6/20/17

*Ratified by majority vote of the GLP Advisory Board on 5/23/17

Secretary: 
[Colin Thacker]

Date 6/20/17