

## **BYLAWS of the Rotary Club of San Luis Rey-- Amended 07-13-2010**

### **Article I. Board of Directors**

(a) The governing body of this club shall be the board of directors consisting of nine (9) members of this club, namely four (4) directors elected in accordance with article I, section 1, of these bylaws, the president, president-elect, secretary, treasurer, and the immediate past president. The term of office for directors shall be two years. Directors' terms shall be staggered with the term of two directors expiring each year.

(b) Qualification for Directors. Directors must be members in good standing, having earned the Blue Badge status.

### **Article II. Election of Officers and Directors.**

Section 1--At a regular meeting one month prior to the annual meeting which takes place on the 1<sup>st</sup> Wednesday of December for the election of officers, the presiding officer shall ask for nominations by members of the club for president, president-elect, secretary, treasurer, and four (4) members at large. The nominations shall be presented by a nominating committee selected as set forth in Article IV. Members may also make nominations from the floor. The nominations duly made shall be placed on a ballot in random drawing order under each office and shall be voted for at the annual meeting. The candidates for president, president-elect, secretary and treasurer receiving a majority of the votes shall be declared elected as directors. The president elected in such balloting shall serve as a member of the board as president elect for the year commencing on the first day of July next following the election, and shall assume office as president on the first day of July immediately following the year of service on the board as a president-elect.

Section 2--The officers and directors, so elected, together with the immediate past president shall constitute the board of directors. Within one week after their election, the board of directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

Section 3--A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board if the unexpired term is less than six months. If the vacancy is more than six months, the vacancy shall be filled by a club election.

Section 4--Officer terms. An officer may serve two one-year consecutive terms, then sit out one year, and then be elected again after sitting out one year. President-Elect may serve 3 years: ( as President-Elect, as President, and as past President).

Section 5--Qualifications for Officers. Any person elected or appointed as an officer shall be a member in good standing, having earned Blue Badge status.

### **Article III. Duties of Officers**

Section 1-- President. It shall be the duty of the president to preside at meetings of the club and board,  
and to perform such other duties as ordinarily pertain to the office of the president.

Section 2-- President-Elect. It shall be the duty of the president-elect to serve as a member of the board of directors of the club and to perform such other duties, as may be prescribed by the president or the board. It shall be the duty of the president-elect to preside at the meetings of the club and board in the absence of the president.

Section 3--Secretary. It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to Rotary International (RI), including the semiannual reports of membership, which shall be made to the general secretary of RI on January 1<sup>st</sup> and July 1<sup>st</sup> of each year, and including prorated reports to the general secretary on 1 October and 1 April of each active member who has been elected to membership in the club since the start of the July or January semiannual reporting period, the report of changes in membership, which shall be made to the general secretary of RI, the monthly report of attendance at the club meetings, which shall be made to the district supervisor within 15 days of the last meeting of the month, collect and remit to RI subscriptions to THE ROTARIAN. Perform such other duties as usually pertain to the office of secretary.

Section 4--Treasurer. It shall be the duty of the treasurer to have custody of all funds, e.g., bank accounts and statements, accounting for same to the club annually and at any other time upon demand by the board and to perform such other duties as pertain to the office of treasurer. Upon retirement from office, the treasurer shall turn over to the incoming treasurer or to the president all funds, books of accounts or any other club property. Prior to turning over the records, an audit shall be performed in accordance with the direction from the Board of Directors.

Section 5--Sergeant-at-Arms. The sergeant at arms shall be the Parliamentarian and shall perform such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board.

### **Article IV. Committees**

Section 1--

- (a) The president shall, subject to the approval of the board, appoint the following standing committees:
  - Club Service Committee
  - Vocational Service Committee
  - Community Service Committee
  - International Service Committee
  - Membership Committee

## Nominating Committee

- (b) The president shall subject to the approval of the board, also appoint such committees on particular phases of club service, vocational service, community service, international service and nominating service, as deemed necessary.
- (c) The club service committee, vocational service committee, international service committee, and membership committee and shall each consist of a chairperson, who shall be named by the president from the membership of the board, and not less than two (2) other members.
- (d) The president-elect shall oversee and coordinate the work of the membership committee.
- (e) The nominating committee shall be chaired by the immediate past president. The committee shall consist of a minimum of five members. The president elect shall appoint one member. The president shall appoint one member, and the club membership shall select two members-at-large. The committee shall not include any member who is seeking nomination for any office. The nominating committee shall be in place no later than the first meeting in September.
- (f) The president shall be ex officio a member of all committees and, as such, shall have all the privileges of membership thereon.
- (g) Each committee shall transact such business as is delegated to it in the bylaws by such additional business as may be referred to it by the president of the board. Except where special authority is given by the board, such committees shall not take action until a report has been made to the board and approved by the board.
- (h) The president may appoint one or more committees dealing with various aspects of youth activities, which, depending on their respective responsibilities may be under any, or all, of the vocational service, community service, international service or nominating service committees.
- (i) Where feasible and practicable in the appointment of such committees, there should be provision for continuity of membership, either by appointing one or more members for a second term or by appointing one or more members to a two year term.

## Section 2--Club Service Committee.

- (a) The chairman of the club service committee shall be responsible for all club service activities and shall supervise and coordinate the work of all committees appointed on particular phases of club service.
- (b) The club service committee shall consist of the chairperson of the club service committee and the chairperson of all committees appointed on particular phases of club service.
- (c) The president shall, subject to the approval of the board, appoint the following committees on particular phases of club service:
  - Attendance committee
  - Club bulletin committee
  - Program committee

## Public Relations committee

### Section 3--Community Service Committee.

- (a) The chairman of the community service committee shall be responsible for all community service activities and shall supervise and coordinate the work of all committees appointed on particular phases of community service.
- (b) The community service committee shall consist of the chairman of the community service committee and the chairperson of all committees appointed on particular phases of community service.

### Section 4--Vocational Service Committee

The chairperson of the vocational services committee shall be responsible for the vocational services of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

### Section 5--International Service Committee

The chairperson of this committee shall be responsible for the International Service Activities of the club and shall supervise and coordinate the work of any committees that may be appointed in particular phases of International service.

### Section 6--Nominating Committee

This committee shall be responsible for presenting a slate of candidates for office to the Board of Directors no later than at the Board's November meeting. Thereafter, the slate shall be presented to the club on the 1<sup>st</sup> Wednesday of December.

## **Article V. Duties of Committees**

Section 1--Club Service Committee. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to club service. The chairperson of the club service committee shall be responsible for regular meetings of the committee and shall report to the board on all club service activities.

(a) Attendance Committee. This committee shall devise means for encouraging attendance at all Rotary meetings\_ including attendance at district conferences, intercity meetings, regional conferences, and International Conventions by all club members. The committee shall especially encourage members to attend regular meetings of this club and attendance at regular meetings of other clubs when unable to attend meetings of this club: keep all members informed on attendance requirements: promote better incentives for good attendance: seek to ascertain and remove the conditions that contribute to unsatisfactory attendance.

(b) Club bulletin committee. This committee shall endeavor, through publishing of a weekly club bulletin, to stimulate interest and improve attendance, announce the program of the forthcoming meeting, relate highlights of the previous meeting, promote fellowship, contribute to the Rotary education of all members, and report news of the club, of its members, and of the worldwide Rotary program.

- (c) Program Committee. This committee shall chair and arrange the programs for the regular and special meetings of the club. The chairperson will make sure that there will be a program for each meeting. Teams will report to the chairperson.
- (d) Public Relations Committee. This committee shall devise and carry into effect, plans (1) to give the public general information about Rotary, its history, object, and scope; and (2) to secure proper publicity for the club.

Section 2--Vocational Service committee. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairperson of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service. Participation in the mentoring program with Ocean Shores High School furthers the vocational service goals of the members.

Section 3--Community Service committee. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The chairperson of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community service. Areas that community service is involved with are:

- (a) Human Development: Member of this club shall interact within the community with the welfare of human beings of all kinds throughout the whole span of life by providing assistance and support to those in need.
- (b) Community Development: Members shall work to make the community a better place to live by improving the physical condition of the community and its facilities.
- (c) Environmental Protection: Members shall work to monitor and improve the quality of the community's environment.
- (d) Partners in Service: Members shall build relationships with other Rotary-sponsored organizations within the community and in cooperating with them in service.

Section 4--International Service Committee. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relation to international service. The chairperson of this committee shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of international service. Members have been dealt with promoting sister club fellowship and humanitarian activities across the border.

Section 5--Membership committee. This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing, and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board. This

committee shall inform prospective members about the privileges and responsibilities of Rotary club membership; keep members informed about the history, object and activities of Rotary at all levels, and oversee the orientation of new members during their first year in the club.

Section 6--Nominating Committee: Membership in the nominating committee shall be as set forth in article IV. The nominating committee shall solicit and recommend members to serve as officers and directors for the coming term. The nominating committee shall submit its recommended slate of officers to the club membership at or prior to the second meeting in November. The nominating committee shall insure that all nominees meet the minimum qualifications to serve as officers and directors.

## **Article VI. Membership:**

### Section 1-- General Qualifications:

- (a) Rotarians are adults of good character and good business and professional reputation,
- i) engaged as a proprietor, partner, corporate officer, or manager of any worthy and recognized business or profession, or
  - ii) holds an important position in any worthy and recognized business or profession or any branch or agency thereof and have executive capacity with discretionary authority; or
  - iii) having retired from any position listed in sub-subsection (i) or (ii) of this subsection,

and

having their places of business or residence located within the territorial limits of the club or within the corporate limits of the city in which the club is located or within the territorial limits of an immediately adjoining club, or within an immediately adjoining community not part of the territory of an existing Rotary club. An active member moving from the territorial limits of the club may retain membership in the club where the member's board grants such permission and said active member continues to remain active in the same classification. If a member retires, or a member with three or more years of service changes residence or place of business so that the member no longer meets the foregoing territorial requirements, the club may continue the member's membership without change of classification.

(b) Each club shall have a well-balanced membership in which no one business or profession predominates. The club shall not elect a person to active membership from a classification if a club already has five or more members from that classification, unless the club has 50 members, in which case, the club may elect a person to active membership as long as it will not result in the classification making up more than ten percent of the club's active membership. Members who are retired shall not be included in the total number of members from a classification. If a member changes classification, the club may continue

the member's membership under the new classification notwithstanding these limitations.

## Section 2--Types of Membership:

- a) Active Member (Red Badge): A newly elected member who meets the above qualifications, as well as live or work within the club's territory; within the corporate limits of the city in which the club is located, within the territory of an immediately adjoining club; or within an immediately adjoining community not in any club's territory.
  
- b) Active Member (Blue Badge)  
To earn a blue badge, the following requirements must be met:
  - Be a greeter for at least three (3) club meetings
  - Be an active member of at least one of the club's committees
  - Attend one board meeting
  - Attend one district council meeting
  - Participate in at least one club project
  - Recommend one candidate for membership
  
- c) Transferring or Former Rotarian: An active member may propose to active membership a transferring or former member of a club, if the proposed member is terminating or has terminated such membership in the former club due to no longer being engaged in the formerly assigned classification or profession within the territorial limits of the former club. The transferring or former member may also be proposed by the former club. The transferring or former Rotarian shall be admitted as a Blue Badge Active member. However, notwithstanding the foregoing, the transfer must occur within two (2) years of terminating membership in good standing with the former club. All other requests for transfer or reinstatement must first be approved by the Board of Directors. Any such transferee or applicant for reinstatement must have been terminated in good standing.
  
- d) Honorary Member: People who have distinguished themselves by meritorious service in the furtherance of Rotary ideals may be elected to honorary membership.

## Section 3--Method of Electing Members

- a. The name of a prospective member, proposed by an active member of the club, or by the membership development committee, shall be submitted to the board in writing, through the club secretary. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure.
- b. The board shall request the membership committee to consider, investigate and report to the board on the eligibility of the proposed member from the standpoint of classification, character, business, social standing and general eligibility.

- c. The board shall consider and approve or disapprove the recommendations of the membership committee and shall then notify the proposer, through the club secretary of its decision.
- d. If the decision of the board is favorable, the proposer, together with one or more members of the Rotary information committee, shall inform the prospective member of the purpose of Rotary and of the privileges and responsibilities of membership in the club, following which the prospective member shall be requested to complete and submit an application for membership and to give his permission for his name and proposed classification to be published to the club.
- e. If no written objection to the proposal, stating reasons, is received by the board from any member of the club within seven (7) days following publication of the name of the prospective member, upon payment of his admission fee, shall be considered to be elected to membership. If any objection has been filed with the board it shall be considered the same at any regular or special meeting of the board and shall ballot on the proposed member. If not to exceed one negative vote are cast by the members of the board in attendance at such regular or special meeting, the proposed member, upon payment of the prescribed admission fee shall be considered to be elected to membership.
- f. Following the election, the president shall arrange for the induction of the new member; the club secretary shall issue a membership card and shall report the new member to Rotary International; and the membership committee shall provide appropriate literature for presentation at the induction and assign a member to assist in the assimilation of the new member.

#### Section 4--Responsibilities of members

Every Rotarian has the privilege and obligation to serve the community at large and the world. Every Rotarian has the privilege and obligation to seek qualified members. In this way, all club members can help their clubs achieve a full representation of the business and professional life of the community. Every Rotarian has a duty to attend club meetings and pay club dues.

#### **Article VII Dues/Fees**

Membership dues: The membership dues shall be \$150 per annum, payable when due. It is understood that part of the dues shall be applied to each member's subscription to the Rotarian Magazine.

a) Payment of dues may be semi-annual or annual.

- i) Semi-annual - Payable every six months at \$75 at the first monthly meetings of June and November;
- ii) Annual - Payable once a year at \$150 at the first monthly meeting in June for July through June of the following year.

b) Initiation Fee: The admission fee of \$60 shall be paid before the applicant can qualify as a member.

c) Nonpayment of dues.

The club secretary shall mail a notice to members for payment of dues. If member pays past the due date, a late payment charge of five (\$5) dollars will be assessed. If the payment is not received prior to the time the payments are sent to Rotary International and District, the member will be dropped from the rolls. If the member indicates that she or he still wishes to be reinstated, there will be a reinstatement fee of ten (\$10) dollars.

### **Article VIII Attendance Requirement**

Section 1--Members are required to attend 60% of meetings. If a member cannot attend a meeting at San Luis Rey, the member may attend a meeting at another Rotary Club and use that meeting to count for attendance. Members may also receive credit for attending a SLR Rotary committee meeting. Member must sign a voucher for attendance at another Rotary club or a committee meeting and give the voucher to club secretary. Members must notify the president if they plan to be absent for more than four consecutive meetings.

### **Section 2--Leave of Absence**

Upon written application to the board, setting forth good and sufficient cause, a leave of absence may be granted, for a period not exceeding one year, excusing a member from attending the meetings of the club for a specified length of time. Members with the club's leave of absence still have a duty to pay their club dues. Such leave of absence does operate to prevent a forfeiture of membership, it does not operate to give the club credit for the member's attendance. Unless a member attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provisions of the standard Rotary club constitution is not computed in the attendance record of the club.

### **Article IX Membership Duration**

Section 1-- A member, in good standing, who voluntarily forfeits membership, shall give notice to the club.

Section 2-- Written notice will be given to the member whose nonpayment of fees causes the termination of his or her membership.

Section 3--Honorary membership shall automatically terminate on the 30<sup>th</sup> day of June following the date of election, not to exceed one year. However, the board in its discretion may, by resolution, from year to year, continue such honorary membership for the ensuing year.

### **Article X Finances/Treasurer's Duties.**

Section 1--The treasurer shall deposit all funds of the club in a FDIC insured bank to be named by the board.

Section 2--All bills shall be paid only by checks signed by the treasurer and a second designated officer, upon vouchers signed by any two officers. A thorough audit by a certified public accountant or other qualified person shall be made once each year of all the club's financial transactions.

Section 3--Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 4--The fiscal year of this club shall extend from July 1<sup>st</sup> to June 30<sup>th</sup>, and for the collection of members' dues shall be divided into two semiannual periods extending from July 1<sup>st</sup> to December 31<sup>st</sup>, and from January 1<sup>st</sup> to June 30<sup>th</sup>. The payment of per capita dues and magazine subscription to Rotary International and District shall be made on July 1<sup>st</sup> and January 1<sup>st</sup> of each year on the basis of the membership of the club on those dates.

#### **Article XI Meetings**

Section 1--Annual Meeting. An annual meeting of this club shall be held on the 1<sup>st</sup> week of December of each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2--The regular weekly meetings of this club shall be held on Wednesday commencing at 7:15 and ending at 8:30 a.m. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. All members excepting an honorary member (or member excused by the board of directors of this club, pursuant to Article VII), of the Rotary Club of San Luis Rey in good standing in this club, on the day of the regular meeting, must be counted as present or absent, and attendance must be evidenced by the member's being present for at least sixty (60) percent of the time devoted to regular meeting, either at this club or at any other Rotary club, or as otherwise provided in the standard Rotary club constitution, article VIII, section 1.

Section 3--One third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4--Regular meetings of the board shall be held on first Tuesday of each month. Special meetings of the board shall be called by the president whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given.

Section 5--A majority of the board members shall constitute a quorum of the board.

#### **Article XII. Order of Business**

Meeting called to order.

Introduction of visiting Rotarians and Guests.

Committee reports if any.  
Any unfinished business.  
Any new business.  
Correspondence and Announcement.  
Address or other Program features.  
Adjournment.

**Article XIII. Method of Voting**

The business of this club shall be transacted by *viva voce* vote except the election of officers and directors, which shall be by ballot. Names on the ballot shall be by random order, determined by a drawing held by the Nominating Committee.

**Article XIV. Resolutions**

No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board. Such resolution or motion, if offered at a club meeting, shall be referred to the board without discussion.

**Article XV. Amendments**

These bylaws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been communicated in writing to each member at least ten (10) days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the club constitution and with the constitution and bylaws of Rotary International.

**Article XVI. Constitution**

Whenever there is a conflict between the provisions of these by-laws and the SLR Rotary Constitution, the provision of the Constitution shall prevail.