

Rotary Club of Glendora
BY-LAWS
Glendora, California
Amended 06/03/2025

ARTICLE I. - Definitions

1. Board: The board of directors of this club.
2. Director: A director on this club's board.
3. Member: A member, other than an honorary member, of this club.
4. Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club's members for club decisions and a majority of the directors for club board decisions.
5. RI: Rotary International.
6. Year: The 12-month period beginning 1 July.

ARTICLE II. - BOARD OF DIRECTORS

The governing body of this club is its board of directors, consisting of, at a minimum, the president, immediate past president, president-elect, secretary, and treasurer.

ARTICLE III. - ELECTION OF DIRECTORS AND OFFICERS

Section 1 - Nominations

- a) The President-Elect shall establish a nominating committee composed of the president, the immediate-past president, president-elect and additional past club presidents, as he or she may feel necessary.
- b) It shall be the responsibility of this committee to nominate a slate of members to serve as president, president-elect, secretary, treasurer, and any open director positions.
- c) The President shall serve a one year term. Directors serve a two-year term with half the number of directors replaced each year.
- d) The nominating committee's agreed upon nominations shall be presented to the club membership at a regularly scheduled meeting. Nominations from the floor shall be solicited for all positions.

Section 2 — Election

At the same meeting listed under Section 1(d), the club members shall elect by voice vote (or written ballot) the slate of directors, listed under Section I, to serve in the following

year.

Section 3 – Vacancies

A vacancy in the position of any officer, officer elect, director, or director elect shall be filled by the action of the remaining members of the board of directors.

ARTICLE IV. - DUTIES OF OFFICERS

Section 1-President

The president shall preside at meetings of the club and board directors and perform other duties pertinent to the office of president.

Section 2-Immediate Past President

The immediate past president serves as a director on the club board. The immediate past president presides at club and board meetings when the president is absent.

Section 3-President Elect

It shall be the duty of the president-elect to serve as a member of the board of directors and to perform such other duties as may be assigned by the president.

As stated in Article III, the president-elect shall organize and carry out the process of nominating and electing the board for the following year.

Section 4-Secretary

It shall be the duty of the secretary to keep the records of membership; record attendance at meetings; send out notices of club, board and committee meetings; record and preserve the minutes of such meetings; report as required to Rotary International; including the semi-annual reports of membership; report changes in membership; provide the monthly attendance report; and perform other duties as usually pertain to the office of secretary.

Section 5-Treasurer

It shall be the duty of the treasurer to have custody of all funds, 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. At the end of a treasurer's term of office, he/she shall submit to the incoming treasurer or president all funds, books of accounts, or any other club property in his possession. The treasurer is also responsible to see that all tax returns are completed and filed punctually. (Form 990 for Federal and Form 199 and 109 for California, due by November 15.)

Section 6-Directors

A director attends club and board meetings. The directors are responsible for establishing policies. If a director is also a committee chair (avenue of service chair) that position is a separate position.

ARTICLE V. - MEETINGS

Section 1-Annual Meeting

An annual meeting of this club shall normally be held during a regular December meeting each year, at which time the election of directors to serve for the ensuing year shall take place.

Section 2 -Weekly Meeting

The regular meetings of the club shall be held on Tuesday at a time and place designated by the Board of Directors. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 4—Board and Special Meetings

Regular meetings of the board shall be held at a time and place determined by the board of directors on a monthly basis. Special meetings 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.

ARTICLE VI. – FEES AND DUES

Section 1-Admission Fee

An admission fee, may be assessed as determined each year by the board of directors before an applicant can qualify for membership.

Section 2-Membership Dues

Annual club dues are \$720 for traditional members and \$175 for satellite members. Dues are payable either semi-annually on the first day of July and last day of January, on a monthly basis, or as determined by the member and the Treasurer. Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.

ARTICLE VII. – METHOD OF VOTING

The business of the club and the election of officers and directors shall be carried out via voice vote or electronic vote. The Board of Directors shall have the authority to determine the appropriate method of voting for any matter brought before membership or the Board.

When voting is conducted electronically, all voting members must submit their vote using the “Reply All” function to ensure transparency and acknowledgment among participants. The results of any electronic vote shall be recorded in the minutes of the next regular meeting of the Board of Directors.

ARTICLE VIII. - COMMITTEES

Club committees are charged with carrying out the annual and long-range goals of the club. The club shall have the following committees: Club Administration, Membership, Public Image, Rotary Foundation, and Service Projects. The board may also appoint additional

committees as needed.

Section 1 - Appointments

The president shall appoint such committees as he/she may deem necessary. The chair or co-chairs shall select members for their committees in consultation with the president. The president shall be an ex-officio member of all committees and, as such, shall have all the privileges of membership. Each committee shall transact such business as is delegated to it in the by-laws and such additional business as may be referred to it by the president or the board. Except where special authority is given by the board, such committees shall not take action until a report has been made and approved by the board.

Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee, and shall report to the board on all committee activities.

ARTICLE IX. – LEAVES OF ABSENCE

Upon written application to the board setting forth good and sufficient cause, a leave of absence may be granted excusing a member from attending the meetings of the club for a specified length of time.

ARTICLE X. - FINANCES

Section 1-Budget

Prior to the beginning of each fiscal year, the board shall prepare, or cause to be prepared, a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by the action of the board. The budget shall be broken into two separate parts; one accounting for club operations and one accounting for charitable/service operations.

Section 2 - Deposits

The treasurer shall deposit all funds of the club in a bank to be determined by the board. Club operation accounts and charitable/service operations accounts shall be separately maintained.

Section 3 - Payments & Auditing

All bills shall be paid only by checks signed by the treasurer or other officer authorized by the board upon vouchers signed by another board member.

Section 4 - Payment of Dues

The fiscal year of the club shall extend from July 1 to June 30, and the collection of member dues shall be divided into two (2) semi-annual periods extending from July 1 to December 31 and January 1 to June 30. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1 and January 1 of each year on the basis of a current membership in the club.

Section 5—Financial Review

An analysis by an independent, third party shall be made as of the end of the Rotary year of all

the club's financial transactions.

Section 6 -Restricted Charities Monies

All funds deposited into the Glendora Rotary Charities Restricted Account, or any successor account thereto, (hereinafter "Restricted Account"), shall be subjected to the following terms and conditions:

Any expenditure or disbursement from the Restricted Account shall be made only upon approval by a majority vote of 75 percent of a committee consisting of all past-presidents, the president and the president-elect of the Rotary Club of Glendora who are members in good standing of the club. Two-thirds of all such members of the committee shall constitute a quorum of said committee.

Any minor administrative costs and/or expenses, including but not limited to bank and check printing charges, may be charged against the Restricted Account.

The net interest from the Restricted Account shall be deposited into the Glendora Rotaries Charity Account or any successor thereto, without the need of approval by either the committee described in subparagraph 1 above or by the Board of Directors. It is the intent of this by-law that only principal sums deposited into the Restricted Account shall be subject to the above-described restrictions.

Any funds deposited into the Restricted Account shall be determined by a two-thirds vote of the Board of Directors.

Section 7 –Financial Report

Club members will receive an annual financial statement of the club. A mid-year financial report, with current and previous year income and expenses, is presented at the annual meeting.

Section 8 — Fiscal Year

The fiscal year is from 1 July to 30 June.

ARTICLE XI. – METHOD OF ELECTING MEMBERS

Section 1-Proposing

The name of a prospective member, proposed by an active member of the club or by the membership development committee, shall be submitted in writing through the club secretary. A transferring or former member of another club may be proposed by the former club. The proposal shall be kept confidential except as otherwise provided in this procedure.

Section 2 - Approval

The board shall approve or disapprove of a membership proposal within 30 days of its submission, and shall notify the proposer, through the director of membership of its decision.

Section 3 -Notification

If the decision of the board is favorable, the proposer or the director of membership shall inform the prospective member of the purposes of Rotary and of the privileges and responsibilities of membership, following which the prospective member shall be requested

to sign the membership proposal form to give permission for his or her name and proposed classification to be published to the club.

Section 4-Objection

If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of the information about the prospective member, the prospective member, upon payment of his/her admission fees and dues, as prescribed in these by-laws, shall be considered to be elected to membership.

If any such objection has been filed with the board, it shall consider the same at any regular or special meeting of the board and shall ballot on the proposed member. If not more than three (3) negative votes 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 the membership. Following the member's election to membership as herein prescribed, the club secretary shall report his/her name to the General Secretary of Rotary International.

Section 5-Induction

Following the election, the president shall arrange for the new member's induction into the club at a regular meeting.

Section 6-Honorary Members

The Board may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

Section 7 – Corporate Members

1. Policy. Rotary Club of Glendora encourages participation of corporate teams in Rotary meetings and activities to more fully achieve the mission of Rotary. To facilitate this, the Club has established a Corporate Membership. A corporate entity or organization can become a corporate member of the Club by having a Primary Corporate Member who is sponsored as a Club member considered through the regular membership process. A Primary Corporate Member will be a member of the corporation's senior executive group.
2. Process. The potential club member or existing member proposing corporate membership shall consult with the Membership Committee Chair to discuss expectations. Thereafter, the club member may complete membership proposal form(s) for the individuals to be proposed for presentation to the Board. Upon Board approval of the proposal, the decision will be communicated by the Membership Committee Chair
3. Corporate Alternates. A Primary Corporate Member may designate up to three corporate alternates, each of whom shall be an employee or board member of the corporation. Each alternate will be presented to the Board, will be added to the Club membership roster and upon payment of a rate of dues established by the Board, will be considered to be members of the Club and Rotary International. (RI Policies §4.020)
4. Changing designated alternates. The corporate entity may change any of its alternates as needed. In the event that the Primary Member leaves the Club for any reason, a Primary Member shall be designated to continue the Corporate Membership and, if not already an alternate, will be considered through the regular membership process. Any change will be effective upon receipt of notification at a regular Board meeting.
5. Induction. Each corporate alternate will be formally inducted into the Club, subject to

the Bylaws, Policies and practices of the Club for induction and engagement toward receiving the blue badge signifying full membership.

6. Attendance. The attendance expectation for the corporate alternate is the same as for an individual active member.

7. Engagement. Each designee is expected to participate in at least one committee and one Club project per year.

8. Classification. The classification of the corporation and each of its designees will be established by the Club consistent with RI Bylaws, Policies and Club practices.

9. Registration. Each designee will be listed as an official member of the Club and the corporate designation will be noted in the roster. An RI membership number will be assigned by RI upon completion of registration.

10. Badges. Badges will include a corporate designation.

11. Votes. For the purpose of general meetings and Club matters, designee voting will be the same as any other regular member.

12. Holding office. Each designee, as an individual, shall be eligible to hold elective office in the Club if the designee otherwise meets the criteria for election. Only one corporate member or designee may hold office at the same time.

13. Financial obligations. The financial obligations of the corporate member will be as follows:

a. Admission fee. The Corporate Primary Member may be assessed an admission fee as determined each year by the board of directors before an applicant can qualify for membership.

b. Club dues: The Primary Corporate Member will pay the regular Club dues of \$720. This amount shall reflect the RI dues, payable for each member as stipulated in RI Policies § 71.010, and District dues.

c. Donations: Each corporate designee will be encouraged to give to the Rotary Foundation and will be eligible for Paul Harris awards.

d. Meal/beverage costs: The Primary Corporate Member and each alternate will also pay the prevailing cost of any meals they consume at club meetings.

14. Conversion. At any time after attaining a Blue Badge, a designee of a corporation, while still an employee of the corporation or upon leaving the corporation, may apply to the club for conversion to an individual membership of the Club, and if converted, will then be assessed full dues but will not be required to pay the admission fee.

15. Clarifier and communication. Each corporate and alternate will receive the Club's weekly newsletter and regular Club communications.

16. Rotarian or Rotary regional magazine. Each designee will receive the RI magazine as a regular Club member.

17. Public liability cover. Designees will be covered as provided in the Club's liability insurance while participating in any approved Club activity or project.

18. Participation in youth activities. Designees are expected to abide by all restrictions, policies, and procedures with respect to Club activities involving youth.

19. Transferring membership to another club. The Club will facilitate a requested transfer of membership as for any other member in good standing. The corporate membership designation does not transfer to another club.

20. Termination. The process for terminating membership of a corporation or corporate alternate is the same as for any regular Club member under Club, District, and RI Policies and Bylaws.

Section 8 – Family Members

1. Policy. The Rotary Club of Glendora encourages participation of family members in Rotary meetings and activities to more fully achieve the mission of Rotary. To facilitate this, the Club has a membership category for family members. A primary Club member who was or will be considered through the regular membership process, can designate family members for membership in the Club at a special rate of dues.
2. Process. The club member proposing family membership shall consult with the Membership Committee Chair to discuss expectations. Thereafter, the club member may complete membership information form(s) for the family member(s) to be presented to the Board. Upon Board approval of the proposal, the decision will be communicated by the Membership Committee Chair.
3. Family Designees (designees). The primary member may propose up to two family members 21 or older. Each will be responsible for paying dues and any contributions to the foundation. Each designee will be added to the Club membership roster, and upon payment of the rate of dues established by the Board, will be considered to be a full member of the Club and Rotary International. (RI Policies §4.020)
4. Changing designees. The primary member may change any of its designees as needed. In the event that the Primary Member leaves the Club for any reason, a Primary Member shall be designated in order to continue the Family Membership and, if not already an alternate, the primary member will be considered through the regular membership process. Any change will be effective upon receipt of notification at a regular Board meeting.
5. Induction. Each designee will be formally inducted into the Club, subject to the Club Bylaws, Policies and practices for induction and engagement toward receiving the blue badge signifying full membership.
6. Attendance. The attendance expectation for the designees is the same as for any individual active member.
7. Engagement. Each designee is expected to participate in at least one committee and one Club project per year.
8. Classification. The classification of each member is established by the Club consistent with Rotary International and Club Bylaws, Policies and Club practices.
9. Registration. Each designee will be listed as an official member of the Club and the family designation will be noted in the roster. An RI membership number will be assigned by RI upon completion of registration.
10. Badges. Badges will include a family designation. (i.e., "_____family".)
11. Votes. For the purpose of general meetings and Club matters, designee voting will be the same as for any regular member.

Board approved _____

12. Holding office. Each designee, as an individual, shall be eligible to hold elective office in the Club if the designee otherwise meets the criteria for election. Only one family member or one designee admitted under this policy may hold any office at the same time.
13. Financial obligations. The financial obligations of the member will be as follows:
 - a. Admission fee. A Family Primary Member may be assessed an admission fee as determined each year by the board of directors before an applicant can qualify for membership.
 - b. Club dues. The Primary Member will pay the regular Club dues. Each additional family member will pay \$175. This amount shall include the RI dues, payable for each member as stipulated in RI Policies §17.010, and District dues.
 - c. Donations. Each additional family member will be encouraged to give to the Rotary Foundation and will be eligible for Paul Harris awards.

d. Meal/beverage costs. Additional family members will also pay the prevailing cost of any meals they consume at club meetings.

14. Conversion. At any time after attaining the Blue Badge, a designee may apply to the club for conversion to an individual membership of the Club, and if converted, will then be assessed full dues but will not be required to pay an admission fee.

15. Clarifier and Communications. Each designee will receive the Club's weekly newsletter and regular Club communications.

16. Rotarian or Rotary regional magazine. Each designee will receive the RI magazine as a regular Club member but may opt for a digital subscription on the MyRotary website.

17. Public liability coverage. Designees will be covered as provided in the Club's liability insurance policy while participating in any approved Club activity or project.

18. Participation in youth activities. Designees are expected to abide by all restrictions, policies, and procedures with respect to Club activities involving youth.

19. Transferring membership to another club. The Club will facilitate a requested transfer of membership as for any other member in good standing. The family membership designation does not transfer to another club.

20. Termination. The process for terminating membership of a designee is the same as for any other regular Club member under Club, District, and RI Policies and Bylaws.

ARTICLE XII. – 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 resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

ARTICLE XIII. – ORDER OF BUSINESS

Call to Order
Introduction of Visitors
Rotary Information, Announcements, Correspondence
Committee Reports
Old Business
New Business
Program
Adjournment

ARTICLE XIV. – AMENDMENTS

These by-laws 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 to each member at least ten (10) days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the standard Rotary club constitution and with the constitution of Rotary International.