

Rotary Club of Glendora  
BY-LAWS  
Glendora, California  
Revision 2019

**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 VI. – METHOD OF VOTING**

The business of the club and the election of officers and directors shall be carried out by *viva voce* vote. The Board of Directors may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

## **ARTICLE VII. - 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 VIII. – 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 IX. - 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 X. – 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. A corporate entity (any business, non-profit or governmental organization) can become a corporate member of the Club by having a Primary Corporate Member considered through the regular membership process. The Primary Club member can designate Alternate members that are employed or are the board of directors of their organization to also be members in the Club a reduced cost.
2. Alternate members (Alternates). The Primary Member may propose up to three Alternates from their organization who are 18 years of age or older. The process for acceptance of the Alternates into the club is the same as any other member being proposed. Upon acceptance, each Alternate will be added to the club membership roster and be considered a full member of the Club. With the exception of the lower dues, attendance and engagement requirements outlined below, they will have the same rights and responsibilities as any other member.
3. Changing Alternates. The Primary Member may change any of the Alternates as needed. In the event that the Primary Member leaves the club for any reason, a Primary Member must be designated in order to continue the Corporate Membership. If the new Primary Member being proposed is not already an alternate, he or she will be considered through the regular membership process. Any change will be effective upon receipt of notification at a regular Board meeting. In the event that an Alternate separates from being associated with the Primary Member's organization, that individual has the right to convert to one of the same options available to all other individual members.
4. Financial obligations. The financial obligations of Corporate Membership will be as follows:
  - a. Admission fee. A Corporate Member and Alternates may be assessed an admission fee as determined each year by the board of directors before the applicant can qualify for membership.
  - b. Club dues. The Primary Member will pay the regular club dues. Each Alternate member will pay \$175. This amount shall include the RI dues and District dues.
  - c. Donations. Each Alternate member will be encouraged to give to the Rotary Foundation

and will be eligible for Paul Harris awards.

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

5. Attendance. The attendance expectation for the combined corporate team is in aggregate, the same as for an individual active member.

6. Engagement. Each Primary Member and Alternate is individually encouraged to participate in at least one committee and one Club project per year.

7. 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. Family Designees (designees). The primary member may propose up to two family members 18 or older. The process is the same as any other member being proposed. Upon acceptance into the club, each designee will be added to the club membership roster and be considered a full member of the Club with the same rights and responsibilities as any other member.

3. 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.

4. Financial obligations. The financial obligations of the designee will be as follows:

a. Admission fee. A Family 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 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.

## **ARTICLE XI. – 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 XII. – ORDER OF BUSINESS**

Call to Order

Introduction of Visitors

Rotary Information, Announcements, Correspondence

Committee Reports  
Old Business  
New Business  
Program  
Adjournment

### **ARTICLE XIII. – 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.