



# ROTARY INTERNATIONAL

## DISTRICT 7210 BY-LAWS

DISTRICT GOVERNOR PENNY BYRON  
(2014-2015)

BY-LAWS & RESOLUTIONS COMMITTEE

Reflects changes adopted at District 7210 Annual Conference  
CROWNE PLAZA HOTEL  
Southbury, CT  
Friday, April 17, 2015

Effective Date: July 1, 2015

**ROTARY INTERNATIONAL  
District 7210  
By-Law Revision Summary  
Effective Date: July 1, 2015**

The following is a summary of amendments to the By Laws of Rotary District 7210 adopted at the business portion of the plenary session conducted at the Annual District Conference held at the Crowne Plaza Hotel in Southbury, CT on Friday, April 17, 2015.

Res.#	By Laws Reference	Summary
1	Article III, Section 1, "Officials"	Add position of Vice-Governor to the officials of the district
2	Article III, "Officials"	Add a new Section 6 regarding the duties and responsibilities of the Vice-Governor
3	Article III, "Officials"	Add a new Section 3 regarding the position, duties and responsibilities of the District Governor-Elect
4	Article IV, "Committees"	Add a new Section 8 regarding the College of Governors
5	Article IV, "Committees" Section 1, subsection b	Replace the committee named "Rotary Foundation Scholarship Committee" with "Rotary Foundation Committee"
6	Article IV, "Committees," Section 2	Repeal existing Section 2, "Rotary Foundation Scholarship Committee" and add a new section 2, "Rotary Foundation Committee"
7	Article IV, Section 3 (first paragraph)	Amend the first paragraph of Section 3, "Finance Committee" of Article IV, "Committees"
8	Article IV, "Committees, Section 3 ("Finance Committee")	Amend subsection (e) of Section 3, "Finance Committee" of Article IV, "Committees" regarding the availability of the annual district audit
9	Article IV, "Committees," Section 3, "Finance Committee"	Add a new subsection (g) regarding the review by the District Finance Committee of requests for use of District Reserve Fund monies
10	Article IV, "Committees," Section 4	Amend provisions for the composition of district By-Laws and Resolution Committee
11	Article IV, "Committees," Section 6, "District Reserve Fund Committee" subdivision (a), paragraph 2	Amend provisions for the minimum amount of Unrestricted Reserve Funds to be maintained

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| 12 | Article IV, "Committees," section 6, subdivision (a)  | Add a new paragraph 3 regarding the maximum cap on Unrestricted Reserve Funds and the use of funds exceeding the maximum cap   |
| 13 | Article VII, "Election of Officers and Officials," Section 2                                | Amend Section 2 regarding the chair of the District Nominating Committee   |
| 14 | Article VII, "Election of Officers and Officials," Section 3                                | Amend Section 3 regarding the composition of the District Nominating Committee   |
| 15 | Article VII, "Election of Officers and Officials," Section 4 and Section 4, subdivision (1) | Amend the date for notification to clubs of the district offices to be considered by the District Nominating Committee and the date for taking office by the District Governor-Nominee |
| 16 | Article VII, "Election of Officers and Officials," Section 5 (first sentence)               | Amend the date for the submission of nominations for district office   |
| 17 | Article VII, "Election of Officers and Officials," Section 5, paragraph 3                   | Amends section to provide for the electronic submission of materials to the District Nominating Committee for consideration  |
| 18 | Article VII, "Election of Officers and Officials," section 7, second paragraph (unnumbered) | Amend provisions regarding quorum for conducting business by the District Nominating Committee and amending provisions for meeting of candidates and committee members                 |
| 19 | Article VIII, "District Conference," Section 1  | Amend the first paragraph (unnumbered) regarding the Annual District Conference  |

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ARTICLE I PURPOSE:

These by-laws are created as a guide to assist in the effective administration of District 7210 of Rotary International and are subordinate to the constitution, by-laws and other legislative documents and rules of Rotary International.

ARTICLE II OFFICERS:

Section 1 - The district governor is the sole officer of Rotary International in the district and shall govern it in the manner prescribed by Rotary International.

ARTICLE III OFFICIALS:

Section 1 - The officials of this district shall be as follows:

- a) The district governor;
- b) The district governor-elect;
- c) The district governor-nominee(s);
- d) The district vice-governor;
- e) The district treasurer;
- f) The district secretary;
- g) The historian-custodian.

Section 2 - DISTRICT GOVERNOR: The qualifications, duties and manner of election of the district governor shall be as set forth in the by-laws of Rotary International. The district governor shall serve as an ex-officio member of all committees. The qualifications, duties and manner of election may not be altered or abridged except as authorized by the by-laws of Rotary International. [See appendix A - Duties of the District Governor taken from the Manual of Procedure]

Section 3 - DISTRICT GOVERNOR-ELECT: The qualifications, duties and manner of selection of the district governor elect shall be as set forth in the Manual of Procedure of Rotary International and as further provided for herein.

During the year before taking office, the governor-elect shall receive from the governor:

- 1) Specific responsibilities in connection with district committees or district organizations;
- 2) Invitations to attend as an observer all district meetings where the governor-elect is not otherwise designated as a participant;
- 3) Consideration for assignments to participate in the district conference program.

The governor shall include the governor-elect in district meetings and communications and introduce the governor-elect to past district leaders in preparation for the incoming governor's year in service and to ensure continuity in leadership.

The district governor-elect shall be responsible for the following meetings:

- 1) President-elect training seminar (P.E.T.S.); and

2) District training assembly.

Section 4 -DISTRICT GOVERNOR-NOMINEE(S): The qualifications, duties and manner of selection of the district governor nominee(s) shall be as set forth in the by-laws of Rotary International and as further provided for herein. The district shall select the nominee for governor not more than thirty-six (36) months, but not less than twenty-four (24) months, prior to the day of taking office. The district governor-nominee(s) shall perform such duties as are assigned by the district governor and shall conduct themselves in a manner best suited to prepare themselves to properly fulfill the duties and obligations of the office of district governor. District governor nominee(s) shall serve as an ex-officio members of all committees.

Recognizing the importance of the Rotary International Convention, each candidate for the office of District Governor shall agree to attend at least one (1) Rotary International Convention during the twenty-four (24) month period prior to taking office as District Governor and to attend the Rotary International Convention held during the nominee's year of service as District Governor. Registration fees, transportation, hotel and normal meal costs for the District Governor and his/her spouse/partner shall be appropriated as a line item in each budget. If in the event of some unforeseen emergency, the District Governor, or the District Governor-Elect, shall be unable to attend either of the Conventions, any monies appropriated in the budget for this purpose will be turned over to the Reserve Fund.

Section 5 - DISTRICT TREASURER: The district treasurer shall be appointed by the finance committee and shall serve at the pleasure of the district governor and shall serve up to one (1) year. As fiscal officer, the district treasurer shall have the authority to make all deposits and to make withdrawals and to sign checks up to \$500.00 and, when authorized, to make insured investments as approved by the district finance committee or by the district reserve fund committee. All higher amounts for withdrawals and checks shall have two (2) signatures: that of the district treasurer and that of the district governor. The district treasurer shall not be a voting member of the district finance committee.

The district treasurer shall provide annually, at the district's expense, a surety bond for the faithful performance of his or her duties in such amount as the finance committee may determine shall be adequate to cover the funds of the district

The district treasurer shall maintain the books and other financial records of the district, and no fewer than thirty (30) days prior to a Presidents-Elect Training Seminar (P.E.T.S.), District -wide Assembly or a District Conference, the District Treasurer shall submit a copy of the proposed budget for the next Rotary year, and a financial statement for the current year budget, including the current year approved budget, to each Club President-elect, and to the District Governor, the District Governor-elect and the District Governor-nominee.

Since each Rotary year ends on June 30th, the district treasurer shall have until August 15th to close the books, turn the excess funds over to the appropriate reserve fund; and shall submit the books, final treasurer's report and I.R.S. Form 990 for audit by August 30th; shall have the audit of the books, final treasurer's report and I.R.S. Form 990 completed by September 30th; and shall send a copy of the audit to the district governor, to the immediate past district governor, to the district governor-elect/nominee(s), the district historian, each member of the finance committee, and district reserve fund committee, each Rotary club of District 7210 and retain a copy for the treasurer's files. These copies shall be sent by October 30th. If the district treasurer is unable to meet the above schedule, the district governor will be advised and the district governor shall take action to see that the final treasurer's report is completed, audited and distributed.

The treasurer shall be prepared, at any time to render a current report;

- to the district governor concerning the current status of any and all district finances and funds;
- to the finance committee concerning all annual operating funds;
- to the reserve fund committee concerning all reserve funds.

Section 6 - VICE GOVERNOR: The nominating committee for governor shall select one past governor, a member of the College of Governors, to serve as a vice governor. The District shall use the regular governor election process to select the vice governor. The qualifications, duties and responsibilities of the vice governor are set forth in the Rotary International Bylaws.

Section 7- DISTRICT SECRETARY: The district secretary shall be appointed by the district governor for a term of one year shall attend and keep records of all district meetings and shall assist the district governor upon request.

Section 8- HISTORIAN CUSTODIAN: The historian-custodian shall be appointed by the district governor for that district governor's Rotary year and shall be responsible for maintaining all district records and memorabilia.

#### ARTICLE IV COMMITTEES

Section 1 - STANDING COMMITTEES: There shall be the following standing committees in this district:

- a) College of Governors;
- b) Rotary Foundation Committee;
- c) Finance Committee;
- d) By-Laws and Resolutions Committee;
- e) Conference Advisory and Contract Negotiating Committee;
- f) District Reserve Fund Committee;
- g) District Training Committee.

The district governor may appoint such other committees, for the Rotary year as deemed necessary for the carrying out of the programs, projects and activities of the district. Except in the capacity as advisor, no Rotarian, if APPOINTED to such a committee, may serve more than 3 consecutive years as a member of a standing committee, nor more than 5 consecutive years as a member of any committee. A Rotarian ELECTED to any committee may be re-elected to the same committee immediately after the expiration of the current term.

Section 2. ROTARY FOUNDATION COMMITTEE: Each district governor -nominee, shall, well before taking office as district governor and in consultation with the District Foundation Committee chair, appoint one (1) member of each subcommittee of the district Rotary Foundation Committee. The composition, duties and responsibilities of the Rotary Foundation Committee are set forth in the Manual of Procedure of Rotary International and as further provided for in the Rotary Foundation Code of Policies. The district governor shall be an *ex officio* member of the committee.

Section 3 - FINANCE COMMITTEE: The chair of the finance committee shall be appointed by the District Governor-Elect to serve during his/her year of service. He/she shall be a past District Governor who has been active in his/her club and/or in the district but shall not be the immediate Past District Governor, with four

members-at-large and the district treasurer. The at large members shall each serve a three year term, the terms to be staggered in order that at least one at-large member shall rotate off the committee each year.

The at-large members shall not have been district governors, but each must have served as a club president. A member at-large shall be elected at each district conference to begin the term of office in the next Rotary year. The district governor and the district governor-nominees shall be ex-officio members of the finance committee.

The district finance committee is charged with the following responsibilities:

- a) Preparing a district budget in cooperation with the district governor nominee and reviewing annually the district per capita contribution.
- b) present at a Presidents-Elect Training Seminar (P.E.T.S.), at a District-wide Assembly or at the District Conference the proposed budget and the *per capita* dues for discussion and recommendations. Thereafter, the proposed budget and *per capita* assessments shall be presented at a Presidents-Elect Training Seminar (P.E.T.S.), at a District-wide Assembly or at the District Conference for approval by the affirmative vote of three-fourths (3/4) of the Presidents-elect present.

After approval of the district budget by the finance committee and approval by the district membership:

- no individual line item may be exceeded by nor reduced by more than 15% without the approval, for good and sufficient cause, by the budget and finance committee;
- no allocated monies may be removed from any individual line item without the consent of the Rotarian responsible for that line item. If such consent is withheld, and for good and sufficient cause, the budget and finance committee may allow such transfer.
- the approval of the District Governor and of a majority of the Finance Committee shall be necessary prior to the allocation by the district of any monies for any capital expenditure. The District Treasurer shall be notified of all approvals for any capital expenditures prior to purchase.

- c) governing the disbursement of funds;
- d) selecting an assistant district treasurer;
- e) appoint a Certified Public Accountant who shall be responsible for conducting an annual audit of district finances. The committee shall make such audit available for Rotarians to review within a reasonable time following its receipt by the committee. Compensation for this will be authorized by the finance committee.
- f) periodically reviewing all investments of district annual operating funds. The finance committee shall meet at least once every 3 months and, as requested, at the call of the district governor or chair.
- g) Review requests for use of the District Reserve Fund monies

**Section 4 - BY-LAWS AND RESOLUTIONS COMMITTEE:** The by-laws and resolutions committee shall consist of three Rotarians, each of whom shall have served as a club president. They shall be elected for a three year term, with one term expiring at the end of each Rotary year and they shall be voting members. The district governor and the district governor-elect shall be *ex-officio*, non-voting members and the district governor shall appoint, for a one year term, a lawyer who is a Rotarian in the district to act as legal adviser who shall not be a member of the committee. In addition, the district governor shall appoint one of the members to serve as chair. The member of the College of Governors who was the District's representative to the most recent Council on Legislation shall be an *ex officio*, non-voting member of the committee.

This committee shall meet at least once annually to review and make recommendations for amendments or changes, if any, in the district by-laws. It shall also review resolutions, which must be submitted at least thirty (30) days prior to the convening of the district conference and shall, at the request of the district governor, prepare resolutions for said conference. It shall also assist any club, which requests it, in preparing any proposed amendments to the by-laws or resolutions.

**Section 5- CONFERENCE ADVISORY AND CONTRACT NEGOTIATING COMMITTEE.** The conference Advisory and Contract Negotiating committee shall consist of three (3) immediate Past District Governors, or their designees, who shall serve annually on a rotating basis together with one (1) additional Rotarian member who shall be appointed by the District Governor-Nominee for the Rotary year in which the district conference shall occur.

The committee shall meet with the time and place committee prior to their seeking proposals for the district conferences and shall advise the time and place committee with options available to them and discuss the type of contract best suited for the district needs.

It shall also be the duty of this committee to review the contracts submitted by various hotels and make recommendations and suggestions to the time and place committee and to the district governor nominee as to any problems and or omissions.

The committee members shall also make themselves available as consultants to the district governor in the concerns of conducting the district conference.

**Section 6 -, THE DISTRICT RESERVE FUND COMMITTEE -** The district reserve fund committee will consist of the three most recent past district governors preceding the immediate past district governor, who reside in the district and are willing to serve. The senior past district governor will serve as chair. The district governor and the district treasurer are *ex-officio* members. The committee will meet at least semi-annually or at the call of the district governor or the chair of the committee.

The district reserve fund committee is charged with the following responsibilities:

a) Management of all district funds outside current year operating budget and current project fund-raising efforts:

1. Restricted reserve fund - any funds collected, donated or accumulated for a specific

purpose and deposited into the reserve fund.

2. Unrestricted reserve fund - surplus funds from previous operating budgets. These funds are to be used to offset unanticipated revenue shortfalls. A minimum fund of fifty *per cent* (50%) of the previous year's operating budget minus pass-through funds (i.e. RYLA, YEX, etc.) shall be maintained.
3. Administer a maximum cap on the amount of the unrestricted reserve fund in an amount equal to one-half ( $\frac{1}{2}$ ) of the total annual budget for the District, with any excess to be used for Rotarian education and training.

- b) Investing all reserve funds in protected investments. The committee may elect to appoint a knowledgeable Rotarian as a financial consultant
- c) Review any requests from the district governor or the finance committee.

#### Section 7- DISTRICT TRAINING COMMITTEE:

The District Training Committee shall consist of three (3) members, including its Chair, all of whom shall be appointed by and who shall serve at the pleasure of the District Governor. Of the members first appointed, one (1) shall be the immediate past district trainer and one (1) shall be the then current district trainer, who shall serve as its chair. Upon selection in each Rotary year by the district nominating committee of a District Governor Nominee (DGN), that DGN shall designate a Rotarian to be appointed to the District Training Committee by the then current District Governor. Upon such appointment, the term as member of the current chair shall end and the chair shall become the next senior member of the committee.

The District Training Committee, under the direction of the District Governor-Elect, shall be responsible for the District Team Training (Assistant Governors, District Committee Chairs, etc.), P.E.T.S., District Assembly, and such other training as shall be requested by the District Governor-Elect. The responsibilities for such training shall include program content, sessions training, identification of speakers, training of facilitators, program evaluation and logistics.

Section 8 COLLEGE OF GOVERNORS: There shall be a standing committee consisting of Past District 7210 Governors residing in the district and members of a district club, the sitting District Governor, and all nominees who have been elected to hold office. At its discretion, the College of Governors may elect to membership any Past District Governor from another district who is a member of a district 7210 club.

The College of Governors shall be chaired by a Past District Governor elected by the college for a one (1) year term. The election shall be by secret ballot held at the last college meeting of a Rotary year for office in the following year.

The District Governor Nominee shall serve as secretary and take minutes.

The College of Governors shall consider matters referred by the District Governor or the college Chair and may give advice and recommendations to the District Governor. The college shall also, upon request of the District Governor, act as mediators in matters involving clubs, the district or its officers.

The college shall meet at the District Conference as soon as possible with the District Governor Elect after his/her return from the International Assembly and at least one other time during the Rotary year.

There shall be a line item for the College of Governors in the district budget.

A quorum shall be seven (7) members of the college. Matters will be decided by a simple majority vote with the exception of changes to the Standard Operating Procedures Manual which will require a majority plus one (1).

It is recommended that any major decisions affecting the district be discussed by the College of Governors.

#### ARTICLE V VACANCIES:

Section I - Vacancies in the office of district governor or district governor-elect/nominee(s) shall be filled in accordance with the provisions of the constitution and by-laws of Rotary International.

Section 2 - All other vacancies shall be filled by appointment by the district governor until the next nominating committee procedure is completed, except that if there is any district - wide meeting scheduled to be held between the time of the vacancy and the time of the next nominating committee meeting, and the office is an elective one, the district governor shall conduct an election at such meeting to fill such vacancy. In that event, potential candidates may be nominated by either the resolution of a Rotary club, or by nomination from the floor, and shall be elected by a majority of the clubs present and voting with each club allocated one vote.

#### ARTICLE VI COMPENSATION:

District officers and officials may be reimbursed for out of pocket expenses that fall within the district budget. Such compensation shall not be in the way of payment as wages or salary, but based on itemized expenses in accordance with the approved budget allowances, it being understood that the acceptance of the elective or appointive office constitutes a donation of services to further the objects of Rotary International.

#### ARTICLE VII ELECTION OF OFFICERS AND OFFICIALS:

Section 1. Officers and officials shall be selected by a nominating committee procedure, as set forth herein and in accordance with the by-laws of Rotary International.

Section 2. On or before September 30, the District Governor shall appoint a past district governor familiar with the district by-laws and procedures, to chair a nominating committee and to select the nominating committee members. The chair shall vote only in the event of a tie.

Section 3. The chair shall take reasonable efforts to ensure that the nominating committee shall consist of at least one member from each region in the district, to total an odd number, all of whom shall be past presidents

and four (4) of whom (including the chair) shall be past district governors. Appointments to the nominating committee will consider geographical representation to the maximum extent possible.

Section 4. On or before October 15th of each year, the district governor shall by means of his/her monthly letter, or otherwise in writing, notify all clubs in the district of the specific offices to be considered by the nominating committee.

List of Offices to be Elected:

1. District Governor-Nominee - term to commence on July 1 of the second Rotary year next following the Rotary year in which the nomination was made;
2. A Member of the By-Laws and Resolutions Committee (Term of three years); and
3. A Member of the Finance Committee (Term of three years).

Section 5. Any club may submit a written nomination for such office by delivering such nomination to the nominating committee chair on or before December 1st of the current year in such a manner as to receive a receipt for the delivery thereof. Said nomination shall be upon forms adopted by Rotary International for such office and shall additionally contain the following:

1. A letter of nomination certified by the club secretary, stating the fact that by club action the club nominates a qualified member for a specific office. Nomination of a person not a member of the club shall be accompanied by the concurrence of the club of which the candidate is a member.

2. A short summary of the candidate's Rotary history and activities as well as his/her community and vocational achievements should be written.

3. All material shall be submitted electronically. In preparing such material, the candidate should be consulted to insure its completeness and accuracy. The candidate for district governor shall indicate that he/she has read Appendix A, "Duties of the District Governor," and the By-Laws of District 7210, that he/she completely understands them, and if elected that he/she will fulfill the duties of district governor.

4. The nominating committee chair shall retain such material in his/her possession without revealing the contents, and shall deliver one complete set to each member of the nominating committee, not more than fifteen (15) days prior to the scheduled meeting of said committee.

Section 6. There shall be no campaigning or electioneering on behalf of any candidate other than by means of the material above described.

Section 7. **NOMINATING COMMITTEE PROCEDURE:** The chair of the nominating committee shall, in cooperation with the district governor, set the date, time and place for the committee meeting not later than January 31st, and shall notify the members of the nominating committee, the district governor, the current district governor -nominee and all submitted candidates. The chair shall make efforts to secure the attendance of all members at an appropriate location sufficient in size and conducive to discussion and to the exchange of ideas.

The chair shall convene the meeting at the agreed time, place and date. A quorum of at least seventy *per cent* (70%) percent (rounded to the nearest whole number) of the total number of voting members appointed to the committee shall be present to conduct any business. However, at the discretion of the district governor and with consent of all candidates running for office the district governor may reduce the number necessary for a quorum to no less than fifty *per cent* (50%) (rounded to the nearest whole number) of the total number of voting members appointed to the committee. The candidates shall be excluded from the meeting and the committee shall go into executive session with the district governor and the current district governor-nominee.

The district governor shall then outline the duties, obligations and procedures of the committee, including the fact that in selecting the district governor-nominee, the committee must choose the person the committee feels is best qualified for the office, even though such person may not be among the nominees submitted.

When the district governor is satisfied that the nominating committee is fully informed as to its functions and responsibilities, the district governor and current district governor-nominee shall remove themselves from the committee's presence and hearing, but shall remain in a place where the district governor is available for consultation with the committee on matters of procedure only.

Section 8. NOMINATING COMMITTEE VOTING: In its executive session the committee may discuss the candidates, but all voting shall be by written secret ballot.

The result of any ballot, other than the announcement of the selection of the committee, shall forever be secret. If there are three or more candidates, the committee shall resort to the single transferable ballot to determine its selection among the candidates. [See RI Manual of Procedure "How the Single Transferable Ballot System Operates"]. Before adjourning, the committee shall ascertain that its selection is ready, willing and qualified to serve. This may be made in person or by written statement or by telephone prior to adjournment.

When the selections have been completed, the nominating committee shall hand its written report to the district governor before it adjourns. The district governor may then declare the work of the nominating committee completed.

Section 9. ELECTION OF OFFICERS AND OFFICIALS:

A. The district governor, within fifteen (15) days following the adjournment of the nominating-committee meeting, shall publish the selections of said committee in writing to all clubs and shall announce a date not later than 15 days after such publication as the deadline for the receipt by the governor of challenges to the office of district governor on behalf of previously suggested candidates.

D) The provisions for the receipt and resolutions of challenges shall be as provided for in the by-laws of Rotary International.

B. In the event the nominating committee fails, for any reason, to make a nomination for any vacancy, and the by-laws of Rotary International do not provide an alternative method of nomination, or, in the event a nominee resigns or ceases to be a nominee for any reason, and, in the opinion of the district governor there is not sufficient time to notify the clubs of the vacancy, receive further nominations and to reconvene the Rotary nominating committee, prior to the district conference, in so far as possible, the following procedures shall be followed:

The district governor, as soon as may be practical shall notify all the clubs by mail of the occurrence and advise the clubs that an election to fill the vacancy will be conducted at the district conference. The district governor shall notify all clubs that nominations will be made from the floor. In so far as possible, if time permits, the district governor may ask that nominations be received by him/her prior to the district conference.

The voting shall be by electors, using the single transferable ballot method and a majority shall decide the election. The representative and alternate representative to the Council on Legislation shall be selected in accordance with the provisions of the by-laws of Rotary International. The district governor, not later than November 15th in the Rotary year in which they are to be elected, shall send to the president and secretary of each club a summary of the Rotary International by-laws outlining the qualifications and method of electing the representative and alternate representative to the Council on Legislation. Clubs shall submit nominations in writing, signed by the club secretary, at least ninety (90) days before the first day of the district conference and in such a way as to receive a written receipt for same. Such nomination shall be presented at the district conference for vote.

Not later than forty-five (45) days before the district conference, the district governor shall send to the secretary of each club full details on the need for the club to designate its electors and credential forms for each elector to present at the-district conference. The governor shall also send copies of the candidates' resumes and notify the clubs of the day and approximate time that votes will be cast for such election. Prior to the casting of ballots, each candidate may have a three minute nominating speech made on his or her behalf.

#### ARTICLE VIII DISTRICT CONFERENCE:

Section 1 - ANNUAL CONFERENCE: The district shall conduct a district conference annually each Rotary year, such conference to be held in accordance with the provisions of the by-laws of Rotary International. The governor will prepare a conference budget and present it to the district budget and finance committee for approval before any expenditures are incurred. This budget must be presented at least five months before the date of the conference.

The district treasurer shall serve as the treasurer of the conference committee and shall be the sole person responsible for all payments and deposits.

Section 2- SELECTION OF TIME AND PLACE: Every district governor-nominee of this district, immediately upon his/her selection, shall appoint a time and place committee of not less than 3 or more than 5 members representative of the areas of the district. No more than 2 of such members shall be from the home club, one of whom should be the person expected to be the conference chairperson.

The district governor elect-nominee shall notify the district governor promptly of such appointments and they shall be confirmed as district appointments.

The said committee shall investigate possible sites and dates for the district conference to be held in the year in which the said district governor-nominee shall serve as district governor. The committee shall be prepared to

make a report, including a recommendation as to the time and place, at the district conference in the year in which the committee is appointed. Such report shall include at least two alternative sites for consideration, in the event that the recommended choice is not adopted.

If said recommendation is rejected, the clubs shall vote on the other sites and/or dates included in said report. If more than two such choices are to be voted upon, voting shall be by a single transferable ballot with one vote per club. A majority shall decide the issue.

If for any reason, a decision on the time and place of said district conference cannot be made at the district conference, the district governor-nominee shall, as soon as possible, submit the choice to a mail vote by clubs, which mail vote shall decide the issue without delay. Mail votes must be returned no later than September 1st or at such earlier date designated by the district governor.

Section 3 - CONFERENCE RULES: The conference Rules shall be as set forth in "Appendix B", attached hereto, and as prescribed in the various legislative documents of Rotary International or the rulings of its Board of Directors.

Section 4 - Conference Voting [RI By-Laws] Voting for the composition and terms of reference of the nominating for district governor, and the election of the representative of the clubs of the district on the Council on Legislation shall be restricted to electors. Every active member in good standing of a club in a district who is present at the district conference shall be entitled to vote on all other matters submitted to a vote at such conference except that any elector shall have the right to demand a poll upon any matter presented to the conference, in which event the voting shall be restricted to electors. All voting results shall be made available to all Rotarians in the district within thirty (30) days.

#### ARTICLE IX AMENDMENTS

Section 1 - METHOD OF AMENDING: The by-laws may be amended by a two-thirds (2/3) vote of those voting, excluding abstentions, in a vote at the district conference or at a duly convened district meeting or by a mail vote of the clubs in accordance with RI by-laws.

Section 2 - METHOD OF PROPOSING AMENDMENTS: An Amendment to these by-laws may be proposed in writing by a club resolution or by the by-laws and resolutions committee or by no less than ten (10) Rotarians who are members of not less than three (3) clubs in the district.

The proposed Amendment shall state the Article and Section proposed to be amended and shall state the exact wording of the section or paragraph to be amended. (In so stating the exact wording)

Any words to be eliminated shall be enclosed in parenthesis, thus:

(~~words to be eliminated~~)

and any words to be added shall be underlined, thus;

words to be added

Section 3 - PROCEDURE FOR VOTING: The proposed amendment shall be submitted to the district governor no fewer than sixty (60) days prior to the convening of the district conference or district meeting at which it is to be considered; Within fifteen (15) days after receiving the proposed amendment, the district governor shall

send one copy to each club. If the amendment is to be voted on by the clubs by mail ballot, the district governor shall set a date at least thirty (30) days after his mailing of the proposed amendment for the clubs to return their ballots.

Any proposed amendment may be further amended at the district conference or the district wide meeting by a two thirds vote of those present and voting in accordance with RI by-laws.

Section 4- RECONSIDERATION OF A DEFEATED AMENDMENT:

A) If a proposed amendment is defeated at a district conference or a district-wide meeting, it may be reconsidered upon the motion and seconding of the motion by at least ten (10) members from three or more clubs. In such a case, the vote to reconsider must receive a majority of the votes of all those present and voting. If passed, a standing head count will be taken to ascertain if a majority of those clubs voting favor the amendment with each club entitled to one vote.

B) In the event that any proposed amendment is defeated by a mail vote of the clubs, it shall not be submitted to a mail vote at any time during the then current Rotary year. However, the proposed or similar amendment may be submitted to the next ensuing district conference or district-wide meeting on thirty (30) days notice to the district governor.

ARTICLE X ENACTMENT:

These by-laws shall not cause the forfeiture or abridgment of any term of office held by any Rotarian at the time of their enactment nor impair any rights, except as specifically set forth herein.

## APPENDIX A DUTIES OF THE DISTRICT GOVERNOR

The Governor is the officer of Rotary International in the district functioning under the general control and supervision of the Board. In the exercise of the district governor's responsibility for direct supervision of the clubs of District 7210, the district governor is charged with the particular duty of furthering the object of Rotary International, and shall personally:

- supervise the organization of new clubs in this district and help strengthen the existing clubs in this district;
- promote cordial relations between the clubs in this district and between the clubs and RI;
- plan, develop, and preside at the district conference and district assembly of this district;
- make an official visit to every club in the district as early in the year as possible.
- The visit should not be hurried and it should be of sufficient length to afford the governor an opportunity to counsel with the club by holding an effective club assembly and by delivering to the club a comprehensive Rotary address;
- issue a monthly letter to each club president and secretary in this district;
- report promptly to Rotary International as may be required by the president or the Board;
- supply to his or her successor full information as to the condition of clubs in the district with recommended action for strengthening clubs;
- transfer continuing district files to his or her successor;
- perform such other duties as are inherent in his or her responsibility as the officer of R.I. in the district, including responsibilities for implementation of programs and activities established by the president and the Board.

Other things that the governor is expected to do are:

- read the ROTARIAN, the RI NEWS, the GENERAL SECRETARY'S LETTER and all other bulletins and literature from the R.I. Secretariat, and the publications from the clubs in the district
- encourage each club to participate in at least one intercity meeting during each year, promote attendance at the R.I. convention; arrange, when circumstances require, for special conferences of club presidents and/or secretaries; prepare a summary of the attendance reports of the clubs in the district each month and send this district report to the general secretary of RI;
- must have attended a zone institute.

APPENDIX B DISTRICT CONFERENCE RULES

1. **LIMITATION ON SPEAKING.** No persons except those who have been assigned set speeches and discussion, shall be allowed to speak more than twice, nor for more than three minutes each time, on any subject before the conference, without the unanimous consent of the conference. When a person has proposed a resolution or subject matter for discussion, his/her answering of specific questions directed to him / her shall not count in such limitation. The conference shall have the right, by a two-thirds vote of those present and voting, excluding abstentions, to limit discussion on any subject. The chair may limit the period of discussion on any subject before the conference, however, the chair's ruling may be overruled by a vote of said two-thirds.
2. **RESOLUTIONS.** Unless with the consent of said two-thirds of the conference, no resolution may be read from the floor. All resolutions must be typewritten, on letter-size paper, on one side only, and delivered at least in triplicate to the chair of the resolutions committee not later than 2:30p.m. on the first day of the conference. Resolutions shall be presented at the time scheduled in the conference program.
3. **CONFERENCE VOTING.** Except as otherwise specified in the legislative documents of Rotary International or these by-laws, each member in good standing in a club in this district who is present at the conference shall be entitled to vote upon all questions and matters which are properly presented. Where said legislative documents or by-laws limit voting to electors, each such elector shall present proper qualifications to the secretary of the conference. In the event that the district governor appoints a credential committee, the proper qualifications shall be presented to said committee at designated times and places. Each elector shall be entitled to one vote, cast in person. There shall be no voting by proxy for an elector or member.
4. **RECOGNITION BY CHAIR** Any person desiring to be recognized by the chair shall stand and when recognized give his/her name in full and the name of his/her club. Any person physically unable to stand may have any other person rise and seek recognition for him.
5. **RULES OF PROCEDURE.** The Rules of Procedure as set forth in the Manual of Procedure of Rotary International, the legislative documents of Rotary International and these by-laws shall be the parliamentary authority for all matters of procedure. In the event a situation occurs not covered by any of the aforementioned documents, the Roberts Rules of Procedure shall be followed. The district governor may appoint a parliamentarian to advise the chair on all rules of procedure and such ruling may only be overruled by a two-thirds vote of the conference, as above set forth.
6. **RULINGS OF THE CHAIR.** Except where a motion to overrule the chair is duly made and seconded and then carried by a two-thirds vote, as above set forth, all rulings of the chair shall be final. An appeal to overrule the chair shall take precedence over any other motion, except one to adjourn, provided it is made prior to the conference moving on to any other matter.