



**THE ROTARY CLUB OF GRESHAM
AT THE FOOT OF BEAUTIFUL MT. HOOD**



**MEMBER HANDBOOK
2010-2013**

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Welcome to Rotary

Congratulations! You have been accepted into the membership of the Rotary Club of Gresham and Rotary International (RI), the largest and finest service organization in the world.

The day you join the Rotary Club of Gresham, it becomes a new Club. Your personality, ideas, and participation give our Club a new character and new collective personality. Our Rotary Club is composed of distinct individuals who, when they come together as Rotarians, create something new and special. When we gain a new member, we are immediately aware of a significant new addition that will impact our Club.

Each member has a great opportunity to bring new ideas and enthusiasm to our Rotary Club. Your membership will further strengthen our Rotary Club, and we eagerly anticipate your active participation.

This guide is intended to help orient you to our Club activities and describe many facets of Rotary.

What is Rotary?

An International Organization

Rotary International is the international organization to which all Clubs belong. Individuals belong to their Clubs, not to RI.

RI is governed by a board of directors and headed by the International President. These leaders are nominated by a RI nominating committee and elected at the annual international convention.

RI organizes zones and districts; charters Clubs; stages the International Convention and assembly, and provides administrative and support activities for the Clubs.

RI is headquartered at One Rotary Center
 1560 Sherman Avenue
 Evanston, IL 60201
 Phone: 847-866-4600
 Fax: 847-866-3276

Rotary is an organization of business and professional men and women united worldwide to conduct humanitarian service, encourage high ethical standards in all vocations, and help build goodwill and peace in the world. Rotary International is one of the largest service organizations in the world.

Rotary and the United Nations have a long history of working together and sharing similar visions for a more peaceful world. In 1942, Rotary clubs from 21 nations organized a

conference in London to develop a vision for advancing education, science, and culture after World War II. That event was a precursor to UNESCO. In 1945, 49 Rotarians went to San Francisco to help draft the UN Charter. Rotary and the UN have been close partners ever since, a relationship that's apparent through PolioPlus and work with UN agencies. Rotary currently holds the highest consultative status offered to a nongovernmental organization by the UN's Economic and Social Council.

Rotary began in Chicago in 1905, founded by a man named Paul Harris and three of his friends: Gus Loehr, Silvester Schiele, and Hiram Shorey. There are over 1,250,000 members belonging to over 30,000 Clubs in over 200 countries and geographical areas

The Object of Rotary

The object of Rotary is to encourage and foster the ideal of service as a basis of worthy enterprise and, in particular, to encourage and foster:

First: The development of acquaintance as an opportunity for service;

Second: High ethical standards in business and professions, the worthiness of all useful occupations, and the dignifying of each Rotarian's occupation as an opportunity to serve society;

Third: The application of the ideal of service in each Rotarian's personal, business, and community life; and

Fourth: The advancement of international, understanding, goodwill, and peace through a world fellowship of business and professional persons united in the ideal of service.

Types of Membership

There are only two types of membership in Rotary: Active and Honorary.

An active member is one who is currently and actively engaged (or retiree) as a proprietor, partner, corporate officer or manager, or an executive position with discretionary authority in his or her business or profession, or a community leader who has demonstrated a commitment to service and the Object of Rotary. The member's place of business or residence must be in the locality of the club or surrounding area.

An honorary member is a person who has been elected to this membership due to distinguished service in the furtherance of Rotary ideals and those persons considered friends of Rotary for their permanent support of Rotary's cause. An honorary member is not held accountable for attendance expectations nor is s/he responsible for participation in most Club activities.

Gresham Rotary has several members who were formerly classified as “senior active”. These members will continue to enjoy the privileges they have been afforded under this category. Rotary International eliminated the “senior active” and “past service” categories some years ago.

Classifications

An active member holds a classification which is the work or phrase that describes the principal and recognized activity of the firm, company, or institution with which he or she is connected, or that describes his or her principal and recognized business or professional activity.

Your classification is not given to you; instead it is considered on loan to you, for as long as you are an active member of the Club. Should your business change, your classification will also change. Represent it well. The purpose of the classification system is to create a membership that is diverse and representative of the community from which the membership is drawn.

Service in Rotary

The motto of Rotary is “**Service Above Self.**” Service is what Rotary is all about. That is why the word service is first in our motto. The phrase “above self” means exactly that: Rotarians put service ahead of their own interests. It means we serve even when it is inconvenient or costly.

Although some outsiders may believe Rotary is a Club for business, in fact it is a Club made up of businessmen, businesswomen, and community leaders who strive to find effective ways to provide service in the five avenues of service. As a Rotarian, you will enjoy the company of others in your own community and the pleasure of working with them for the good of your community and of the world.

Five Avenues of Service

All activities of a Rotary Club fall within the basic rotary service structure formerly known as the “Four Avenues of Service:” In 2010, Rotary International established a fifth avenue of service, New Generations.

1. Club Service
2. Vocational Service
3. Community Service
4. International Service
5. New Generations

Each avenue has at least one director from the Club board who oversees the committees associated with that avenue. Most of these committees have subcommittees which focus

on specific areas of that avenue. These are explained in detail in the Rotary Manual of Procedure.

You will have the opportunity to serve on one or more committees. You need not wait to be asked – you may volunteer at any time. If you are shy, don't worry – we will assign you somewhere. Every member of the Club serves on at least one committee.

The Four-Way Test

When the Great Depression hit in 1930, many Rotarians faced the greatest challenge of their lives. There was no better time to test for ethical conduct than during such a dire economic crisis and the scramble to survive.

Herbert J. Taylor, a member of the Rotary Club of Chicago, was asked to take over the near-bankrupt Club Aluminum Company in 1932. It was a last-ditch effort to save the company, which had no money, low employee morale, and ruthless competition from other firms in similar straits. Taylor used his Rotary background to draft a 24-word code of conduct that he used to guide his daily decisions. He found this ethical compass so helpful that he called all the department heads of the company together and asked them to do the same. The code had four points, so Taylor called it "The Four-Way Test":

"Of all the things we think, say or do:

1. Is it the TRUTH?
2. Is it FAIR to all concerned?
3. Will it build GOODWILL and BETTER FRIENDSHIPS?
4. Will it be BENEFICIAL to all concerned?

Club Aluminum applied The Four-Way Test to its dealings with employees, customers, dealers, and suppliers. It deliberately walked away from business that, while profitable, would have failed one or more of its standards.

The company's fortunes turned around; it eliminated its debt and over the next 15 years paid out \$1 million in dividends while building a net worth of \$2 million. Herb Taylor credited The Four-Way Test for this reversal in fortune. The RI Board voted to officially adopt The Four-Way Test in 1943, and when Herb Taylor became RI president in 1954, he donated the copyright of the test to the association. The test has been translated into the languages of more than 100 countries.

If we abide by this test in whatever we do in our personal lives and in our chosen vocations, we will be well on the way to leading productive lives that are sensitive to the needs and feelings of others. You are now a member of an organization that is attempting every day to raise the standard of conduct between human beings. We are serious about this code and enlist your support in this endeavor.

The Rotary International Foundation & Paul Harris Fellowships

The Rotary Foundation is a public charity, recognized as such by the Internal Revenue Service. It was established in 1917, and is headquartered in Evanston, along with Rotary International. Its activities are worldwide.

The purpose of the Foundation is to further the fourth object of Rotary: to advance international understanding, goodwill, and peace. Its Mission Statement is to enable Rotarians to advance world understanding, goodwill, and peace through the improvement of health, the support of education, and the alleviation of poverty.

Rotarians and Rotary Clubs provide the bulk of the financial support for the Foundation.

The Foundation operates several programs, including university level scholarships and group study exchanges. It funds humanitarian projects through the Health, Hunger, and Humanities and the Matching Grants programs. The Foundation has also taken the worldwide lead in eradicating polio by inoculating every child in the world.

Contributions to the Foundation are recognized on several levels. Individual recognitions are:

1. Paul Harris Fellowship. An individual who contributes, or in whose name is contributed, the amount of \$1,000, is recognized as a Paul Harris Fellow.
2. Paul Harris Sustaining Member. An individual who makes an initial contribution of at least \$100, and intends to make contributions of at least \$100 annually until they become a Paul Harris Fellow, is recognized as a Paul Harris Sustaining member. (No formal pledge is required.)
3. Sapphire. After donating \$1,000 to the Foundation, most Rotarians continue to donate to the Foundation because of respect for the work it does. The Foundation recognizes their sharing by recognizing such persons with a Paul Harris Fellow pin which contains a sapphire stone for each additional \$1,000 donated. A Paul Harris Fellow pin with the maximum of five stones indicates the Rotarian has donated at least \$6,000.

Donations made to this portion of the Rotary Foundation (called the Rotary Foundation "Annual Programs Fund") are collected in one Rotary year and expended three years later. This cycle is intended to provide time for planning the expenditures.

Every Rotarian is expected to donate to the Rotary Foundation. To get started, see the Club's Rotary Foundation chairperson.

The Rotary Foundation Permanent Fund

The Rotary Foundation established a permanent fund in 1982 (known as the Endowment for World Understanding from inception until it was renamed “The Permanent Fund” in November, 1994). Unlike the Annual Program Fund discussed above, funds contributed to the permanent fund are held in perpetuity and only the income is spent. In this manner, a gift continues to produce income forever, thus the gift continues to give forever.

Income from the permanent fund supports the general programs of the Rotary Foundation.

Contributions to the Foundation’s Permanent Fund are recognized through the Benefactor Recognition Program: An individual who contributes, or in whose name is contributed, the amount of \$10,000, or more, is recognized as a Benefactor. The gift may be made at any time, including through one’s will. Thus, a person may become a Benefactor by designating the Rotary Foundation’s Permanent Fund in one’s will and notifying the Foundation of that provision.

District Organization Rotary District 5100

All Rotary Clubs are grouped into “districts” which are composed of forty to sixty Clubs each. There are over 500 districts worldwide. The Rotary Club of Gresham is part of District 5100.

The district is a support organization designed to help members, committees, officers, and directors of Clubs. The district is headed by a “District Governor” who is a member of a Club in the district. He or she is elected because he or she is an outstanding Rotarian with many years of successful leadership. The district governor is an officer of Rotary International, and as such, provides the link between Rotary International and the individual Clubs. The District 5100 Governor visits every Club at the beginning of each Rotary year.

The District is further divided into regions with Assistant District Governors serving as liaisons between the Districts and the clubs. The Assistant Governors will also visit the clubs in their region periodically.

The Gresham Rotary Club is #286, which is part of district 5100. Our Region is the Columbia Gorge Region.

Conferences, Assemblies, and Conventions

One of the duties of the District Governor is to organize the District Conference. The conference is a three-day event held in the spring, and usually convened in a resort location. Its purpose is information, inspiration, and fellowship. All members of the district are urged to attend and to bring their spouses.

The district also sponsors a District Assembly each spring. Its purpose differs from that of the conference in that the purpose of the district assembly is to provide practical, how-to information on various Rotary subjects. The program lasts from four to six hours and is free. All members who wish to improve their knowledge of Rotary should attend.

Rotary International annually holds the International Convention for Rotarians at locations all over the world. Attendance at these conventions leaves every Rotarian with the certain knowledge that the internationality of Rotary is real. Every Rotarian should attend at least one International Convention in his or her Rotary career.

The Rotary Club of Gresham

The Club meets weekly at M&M Restaurant in Old Town Gresham, 137 N. Main St. Gresham, Oregon 97030, on Wednesdays at 12:00 noon.

Mission Statement

Gresham Rotary is a club dedicated to high ethical standards, to service to our community and to the world, with a focus on youth.

“Geared to Giving, Ready to Serve”

History of the Rotary Club of Gresham

The Rotary Club of Gresham was chartered in 1948. The first organized meeting which led to the formation of the Rotary Club of Gresham was held on March 26, 1948. The meeting included Jack S. Sammons, who had recently moved from Bend, Oregon, where he had been president of that city's Rotary club, and a group of his friends. Sammons later became the president of the Rotary Club of Gresham during its first two years of existence. These first officers and Board Members were elected to office on April 8, 1948. Other officers and Board members of the first club were:

- H.R. Rasmuson ----- Vice President
- Rev. John Magood Secretary----- Treasurer
- Dr. T.B. Carter -----Board Member
- Andy Morgan ----- Board Member
- Leon Ormstead ----- Board Member
- Clyde Lewis ----- Board Member
- Floyd McMullen ----- Board Member

The Portland Rotary Club was the sponsoring club for the Rotary Club of Gresham. Charter night was held on May 6, 1948, at "The Fun Center," now known as the Senior Center on the corner of Powell and Elliott. Honored guests were District 101 Governor Scott Leavitt, and Dr. Harry Dillon, President of Linfield College, who was the keynote speaker.

Over the years, the Rotary Club of Gresham has held its meetings in several locations including: "The Fun Center," the Eagle Nest Café, the Gresham Hospital, the former Elks Club (on the corner of Eastman Parkway and Division), Bogey's at the Gresham Golf Course, Persimmon Country Club, and at the 4th Street Brewery. The club currently meets at M&M Restaurant in Old Town Gresham Wednesdays at noon.

Other charter members of the first Rotary Club of Gresham were:

- David Anderson, Jr.
- W.W. Applebee
- M.R. Dale
- George Flower
- W.R. Hicks, Jr.
- James Horr
- R.P. Juhnicken
- Joseph Karl Keller
- Don McBain
- Vern Moss
- John Peters
- D.G.W. Rodd
- John Sellring

The Rotary Club of Gresham currently consists of 63 active members, and four honorary members.

How You Were Selected

Membership in Rotary is by invitation only. One of our members proposed you for membership because you are considered an outstanding representative of your vocation in our community. Your proposed membership was reviewed by the Membership Committee which considered you for your potential to become an active and contributing member. The Board of Directors then officially approved your proposed membership. All Club members were then informed by special notice of your interest in joining our Club and no one objected.

Rotary cannot be likened to a country Club or fraternal lodge. There are responsibilities and opportunities far beyond those of simply “belonging” and occasionally attending luncheons with a congenial group of individuals. You will find your horizons broadened as you make new friends who are active in a wide variety of occupations and professions

A new member is assigned a mentor, probably someone other than the person who proposed you for membership, who is available to answer your questions and help you assimilate into our club.

A new member is also given a red badge, with a list of requirements you must fulfill in order to convert your badge from red to blue. The purpose here is to facilitate your immersion into our club.

- Attend a board meeting
- Attend a meeting of a standing committee
- Be a Greeter for our Wednesday noon meeting
- Make up absence by attending a meeting of another Rotary club
- Give a brief autobiographical sketch at a meeting (classification talk)

- Attend two or more of the Club's major events
- Invite a guest or propose a new member

How to Propose a New Member

The membership chair will have new member brochures available for you to use when you wish to propose a new member. This brochure spells out the process, has the forms for you and your nominee to complete, and the form for the membership chair to complete. These forms are also available on the District 5100 website.

It's as easy as 1,2,3!

Step One: Engage with your community

Proposing new members is essential to achieving Rotary's goals of providing community and international service. As a Rotarian one of your primary responsibilities is to help identify and propose new members. Here are some suggestions:

- Wear your Rotary pin
- Share stories of exciting club projects
- Invite friends, co-workers to join you at our weekly lunch
- Offer an information brochure on the club
- Ask potential members to become involved in one of our projects or events
- Encourage potential members to explore our website as well as the RI website

Step Two: Complete The Paperwork

Once a prospective member demonstrates an interest in becoming a member of Rotary:

- Complete part A of the membership Proposal form and return to the club secretary for submission to the club's board of directors
- Wait for the club secretary to notify you of the board's decision (usually within a couple of weeks.

Once the candidate is approved:

- Either you or the membership chair should arrange an information session
- Ask the proposed member to complete and sign Part B of the proposal form and return to the club secretary.
- Publish the proposed member's name and classification to the club. The Rotary Club by-laws allow seven days for club members to consider and file objections, if any.

Step Three: Hold an appropriate induction ceremony and welcome the new member into the club.

Club Organization

Every Club is chartered by Rotary International, which is the umbrella organization for Rotary. RI requires that every Club adopt the standard Rotary International constitution, which insures that all Clubs are similarly structured. Each Club then adopts its own distinctive by-laws for its operations.

Our Club is governed by a board of directors. The officers of the Club, who are also directors, are president, president-elect, vice president, secretary, sergeant-at-arms, and treasurer. The officers and directors, except for the sergeant-at-arms who is appointed, are elected in accordance with our Club by-laws. Everywhere in Rotary, officers change on July 1st.

The reason for early elections is to allow for preparation time. The president is elected at the annual meeting, usually held in November or December, but serves first as president-elect for a year beginning on the next July 1st, then as president on the July first following his or her year of service as president-elect.

Meetings of the board of directors are held monthly, at a time and place announced by the president. All directors must attend, and all other members are sincerely invited as well. Since the business of the Club is done at the board meetings, it is a great opportunity to learn about your Club. Board meetings are currently held the 2nd Monday of each month at the M&M Restaurant.

The Rotary Club of Gresham Club Organization and Committee Structure

Officers

President
President Elect
Vice President
Secretary
Treasurer
Sergeant at arms

Committees

Club Administration: This committee will meet quarterly prior to Club Assembly meetings.

Club administrative committee responsibilities include:

- Develop and monitor committee goals to achieve club's annual goals
- Organize weekly and special programs
- Produce the club bulletin and maintain the club website
- Help the club secretary track club attendance
- Promote fellowship among club members
- Conduct any other activities associated with the effective operation of the club.

OUR COMMITTEE STRUCTURE IS BASED ON THE FIVE AVENUES OF SERVICE

Club Service: Administration

This committee oversees all operations of the club including membership, programs, communications, budget, goal setting and planning.

Membership: The committee works with P.R. to attract new members to the club, and provides mentoring and orientation to the club.

Programs: The program committee works with the President to provide informative programs for the club meetings each week.

The treasurer oversees the budget and keeps track of the finances for the club.

Planning and goal setting for the club is the responsibility of the President.

Public Relations/Communications: The Communications committee chair is responsible for overseeing club communications and public relations; including Ripples, the weekly bulletin, the website, and ClubRunner. The communications chair will coordinate with the media, including making sure that there are photographers at each event, work day, scholarship luncheon, donations to community non-profits we support. The Chair will also make sure that articles are prepared for each event for the Gresham Outlook/Sandy Post and submitted to Steve Brown in a timely manner.

Ripples

Website

ClubRunner

Facebook

Photographers

Reporters (to draft articles)

Community Service (Projects)

Small park maintenance: This committee takes care of the “small park” at the intersection of Division and Burnside. Every few months it needs to be cleaned up, replanted, bark spread, etc.

Johnson Creek Restoration: This is a “whole club” project; however, the committee would make sure that there are an appropriate number of members who will show up to participate. It is anticipated that we would spend a half day a couple of times during the year on this clean up and restoration project.

Community Appeals: Each year the club allocates \$5000.-\$6000. to “re-grant” to other non-profit organizations in the community. Organizations write their applications to the club and this committee evaluates the proposals and makes recommendations on grants. Organizations are invited to a Rotary luncheon to receive their grants. Each organization also submits a report on how the money was used and the outcomes achieved.

Meals on Wheels: Most of our members participate in delivering Meals on Wheels on Wednesdays just prior to our meetings. Members deliver two consecutive weeks. Usually members are scheduled to deliver only once or twice a year.

Camp Collins: Every year we have a work day at Camp Collins, usually in March. Willard Burks, Camp Director and Rotary Member coordinates this activity.

Literacy Project: This committee coordinates our Literacy projects.

Dictionaries: We give dictionaries to every 3rd grade classroom in Centennial and Oregon Trail School Districts. The Chair communicates with the

districts, orders the books based on enrollments, orders the Rotary bookplates. The chair also coordinates the deliveries. This requires communicating with the districts and committee members to match delivery dates and times.

Read To Me: At our annual Staff Appreciation luncheon we collect new books. For each book, the guest receives a free raffle ticket. The Chair finds about 10-12 small, holiday themed raffle items. Working with Gresham Barlow School District, we attend one of the evening SUN (Schools Uniting Neighborhoods) meetings, make a brief presentation about Rotary and the importance of reading to children and then invite parents to come to the Rotary table to get a free book to take home.

Holiday Baskets and Gifts: The chair of this activity coordinates this effort working in partnership with Birch Community Services to identify families. This committee makes sure that each family has a Rotarian to provide the gifts, gift cards, or a shopping trip for the selected families.

Community Service (Events)

Annual Golf Tournament: This is now an annual event held at Persimmon Golf and Country Club in the month of July. This is the first of the major fundraisers for the Rotary year. Committee members will help by selling foursomes, hole sponsors, ball drop sponsors, mulligans, and being there the day of the event to make sure everything goes smoothly.

Steak Fry: This is a mandatory event in the month of September and all Rotarians are expected to be there to work the event. The event needs to be held before the academic year begins at the college and not conflict with a board meeting night. All Rotarians are responsible for selling 10 tickets. A committee member needs to coordinate the ticket sales and to track the sales with the club treasurer. The committee chairs secure the location (Mt. Hood Community College, Vista Dining Room), order the food (last year through Chartwells at the college), find potential sponsors, entertainment, The past two years the Steak Fry also featured a small silent auction with approximately 25 donated "gifts". Committee members will be assigned to working kitchen duties, buffet duties, BBQ cooking duties, etc.

Wine Raffle and Auction: The wine Raffle and Auction takes place in April and is the third major fund raiser of the year. The committee members will be responsible for Raffle Ticket sales, tickets for the event, collection of the bottles of wine to be raffled off. A major task will be the coordination of the silent and/or live auction. Auction items need to be collected, tracked, donors thanked, money collected. This is one of the major committee assignments.

Vocational Service

The second avenue of service has the purpose of promoting high ethical standards in businesses and professions, recognizing the worthiness of all dignified occupations and

fostering the ideal of service in the pursuit of all vocations. The role of members includes conducting themselves and their businesses in accordance with Rotary's principals. The Program chair schedules "classification talks" by members approximately once a month when the member will have the opportunity to share their career path. We have many opportunities to build in this area of service. For example, we can reproduce Rotary's Statement of business ethics (suitable for framing) and have each member display it in their place of business. We could work with local area high schools and have students "shadow" us for a day. We could work with Mt. Hood Community College to establish "internship" opportunities for college students to get on the job training and learning.

International Service

The fourth avenue of service comprises those activities that members do to advance international understanding, goodwill, and peace by fostering acquaintance with people of other countries, their cultures, customs, accomplishments, aspirations, and problems, through reading and correspondence and through cooperation in all club activities and projects designed to help people in other lands. In the past the club has collaborated with other clubs on water projects, planting Moringa trees in Latin America, and sending books to Africa.

Rotary International Foundation

Annual Fund: To encourage club members to make an annual donation to RI Foundation. We aim for 100% participation and the donation can be as little as \$10. Funds contributed to Rotary International Foundation come back to the club in the form of matching grants to do both local and international projects.

Every Rotarian Every Year: This effort is also to benefit the RI Foundation. Every member commits to contributing \$100./year, and at this level members are considered "sustaining members".

Polio Plus: Establish a fundraising drive, such as "panhandling for polio" . Total eradication of polio on the planet is within our reach!

Paul Harris Named for the founder of Rotary, the Paul Harris Fellowship is awarded when a member has donated \$1000. to The Rotary International Foundation. This does not have to be contributed all at one time, but can accumulate as "points". The award is a very special recognition.

New Generations

New Generations is the newest avenue of service. This fifth avenue of service recognizes positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects, and exchange programs that enrich and foster world peace and cultural understanding.

Interact/Rotaract: We have in the past, and intend to do so again in the future, work with the local high schools and/or Mt. Hood Community College to establish a student club

Student Exchange: Attend the District training and work to select, and support a student visiting another country, and also host an incoming student
Scholarships: Each year we award scholarships to local high school students to attend Mt. Hood Community College. We have recently received a bequest to establish a new “named” scholarship.

Club Procedures for Scholarships and Community Appeals

Gresham Rotary Scholarship Program

The scholarship committee currently awards two year scholarships to one student from each of our local high schools; Gresham, Barlow, Centennial, and Sandy. The scholarship is for \$1500. for two years and is for students who will be attending Mt. Hood Community College.

Guidelines and timeline:

Early February	Contact school career counselor to inform them of program give them timetable of events
Late February	Deliver scholarship applications to schools
Mid April	Application deadline for return to counselor and pick up applications
Late April	Scholarship committee schedules and completes interviews, two Rotarians per school
Late April	Committee informs school of winner
2 nd Wed. in May	Introduce winners and counselors at a Rotary meeting
May/June	Committee member attends school Awards Assembly to present scholarship certificate

The committee chair works on dates of deadlines, interviews, Rotary luncheon, awards assembly with school counselor. The Chair is also responsible for tracking the scholarship recipients and inviting them to Rotary events as appropriate.

Committee members are responsible for reviewing applications, conducting interviews at the schools, and making the recommendation for the recipient at that high school. The committee awards scholarships based on merit, extra-curricular activities, service and need. Grades, SAT or ACT scores, FAFSFA, and letters of recommendation are all considered.

Community Appeals

Every year Gresham Rotary allocates some of the funds raised to help support local non-profit organizations that are doing valuable work in the community. Agencies prepare a

letter of request for funds and submit it to the Community Appeals Chair. The Chair then calls a meeting of the Community Appeals Committee to review the requests and makes recommendations for funding allocations to the entire club for their approval.

Criteria

- Applying organizations/agencies must be local non-profits which have at least 3 years history as a successful non-profit
- The organization's work must align with The Objects of Rotary and Rotary's Avenues of Service
- The organization or agency's work must address Gresham Rotary's priorities for the year.

Application Process:

- Each year in April, The Community Appeals Chair issues a request for proposals to the list of approved non-profit agencies.
- Each agency requesting funding will submit an application letter including the attached form with required information. The application letter will provide information indicating:
 - identified needs
 - the purposes for which the funds are requested
 - other funding sources for the project
 - measureable outcomes
 - who will be responsible for oversight

Criteria for Review

The Community Appeals Committee will determine the criteria for reviewing the requests for funding based on:

- does the proposal fit with the priorities of the club set for the year
- identified need - for example, does the organization have significant means of support or are they a truly needy organization. In other words, will our contribution make a difference?
- are there outcomes or objectives specified?
- Is there responsible oversight?

Funding Awards

- The funding awards will be made by May 30.
- The awards will be made at a club luncheon.

Reporting Requirements: The organizations receiving the awards will submit a report on how the funds were used (as per their proposal) and the difference that the funds made re: the success of the project and/or their organization. These reports will be due, either with their re-application for funds, or no later than May 30.

Club Strategic Planning and Current Projects

Every few years Gresham Rotary engages in a strategic planning process based on the five avenues of service. In 2010, the District facilitated a planning session that resulted in a “refresh” of the strategic plan drafted in 2008. Each year the club will refresh their planning process to set priorities for the year. See the current version of the Strategic Plan in Appendix C.

Club Projects

The Club participates annually in a number of service projects in the community. Currently Gresham Rotary is engaged with the projects listed here. These projects are coordinated by chairs and committees, and all are under coordination and direction of club Board member leadership.

Literacy

- Dictionary Project: We raise money every year to give dictionaries to every 3rd grade student in Centennial and Oregon Trail School Districts.
- We donate library books to local elementary schools in the name of each of our weekly speakers
- Read to Me Project: We donate free children’s books for parents of young children in Gresham-Barlow School District. This is a pilot project with two schools with SUN(schools uniting neighborhoods/CAFÉ) after school programs.

Community Service Projects

- In 2009 Gresham Rotary built a sports track at Gradin Sports Park in Gresham. The club spends at least one half day each year maintaining the trail.
- The club landscaped and continues to maintain the “small park” at the intersection of Burnside and Division.
- The club does clean up and restoration work around Johnson Creek at least one half day per year.
- Club members hold an annual Spring Cleanup at YMCA’s Camp Collins.

Scholarships

- We raise money for high school students to attend Mt. Hood Community College. These are two year scholarships for \$1500. each year. Gresham, Barlow, Centennial and Sandy High School Students benefit from our scholarship program.
- We raise money to provide scholarships for homeless children from My Father’s House to go to YMCA Camp Collins.

Support for needy members of our community

- Every year Gresham Rotarians “adopt” families and deliver Christmas baskets to local needy families.
- We deliver Meals on Wheels every week on Wednesdays
- Every year we accept applications for funds from other local non-profit organizations. We award small grants between \$500-\$1000. for a total of \$6000.

International Projects

- Gresham Rotarians contribute to the eradication of polio worldwide through our Polio-Plus Program.
- We send books to other countries to support literacy.
- We work cooperatively with other Rotary Clubs to support clean water projects in other countries.

Attendance

One of the measures of participation is attendance at regular Club meetings. In Rotary, attendance for at least 60 per cent of the meeting is required. With regular attendance you learn about your Club activities and you come to know your fellow Club members. You are important to Rotary, or we would not have elected you to membership. How important Rotary is to you will be seen by your attendance record.

Make your Rotary attendance a good habit. Although it is sometimes difficult to get away from a busy office, try to make Rotary an essential part of your weekly plan.

Rotary considers attendance an essential part of being a member. The standard Club constitution requires that a member must attend or make up (see below for make-up options) at least 50% of the meetings in each six-month period of the year including at least 30% of your home Club's meetings in each six-month period. The constitution also authorizes a member to be terminated if he or she misses four consecutive meetings.

Rotary does not want "knife and fork" members or what we call "RINOs" (Rotarians in name only). We want you to participate. When you participate, our Club is more effective. When you do not participate, our Club is weakened. If you are unable to attend regularly, it would be appropriate to resign from the Club. If, at a later time, you wish to commit yourself to regular attendance, you could reapply and pay no installation fee.

"Rule of 85"

A member's absence may be excused if the age of the member is 65 and above, and the aggregate of the member's years of age and years of membership in one or more clubs is 85 years or more. The member must notify the club secretary in writing of his/her desire to be excused from attendance, and the board must then approve. If the member attends they will be included in the membership and attendance, however if the member does not attend, s/he will not be counted as absent. "Rule of 85" members will be billed only for meetings attended and will be excused from mandatory events.

Leave of Absence

Upon written application to the board, setting forth good and sufficient cause, leave of absence may be granted excusing a member from attending the meetings of the club for no longer than 3 months. Under certain special circumstances, an additional leave of 3 months may be granted. Leaves of absence may not exceed 12 months total. Note: Such a leave of

absence allows the candidate not to forfeit membership; however, it will still affect the club's attendance record. However, if the member attends a meeting of their home club or another club, then they will be counted in the attendance report.

Make-Ups

Occasionally, business, travel, and illness will prevent your attendance at our Club. You have the privilege to make up that absence by attending a meeting of another Rotary Club. Any make-up, to be valid, must be accomplished any time within two weeks before or after the meeting you missed. To receive credit for attendance, you should ensure our Club secretary is informed about your make-ups. Do so by turning in a make-up card (obtained from the Club at which you make-up) or by annotating the weekly attendance sheet.

Make-ups are one of the fun privileges in Rotary. You will be warmly welcomed by a group that knows nothing about you except that you are a Rotarian like them. The friendship they extend to you will explain again what we mean by fellowship.

Make-ups can be done in local Clubs, and in Clubs around the world. Foreign country make-ups are a highlight of a Rotarian's career. Your secretary can show you when and where every Rotary Club in the world meets by consulting the RI Club directory.

Make-ups can be earned in ways other than attending a meeting of another Club. Attendance credit is also granted for attending district conference, district assembly, international convention, certain district meetings called by the district governor, e-club meetings, and some other ways noted in the Club constitution. For example, as a member of the Rotary Club of Gresham, you can make-up by attending a monthly meeting of the board of directors.

Another aspect of make-ups is how we treat fellow Rotarians who visit our Club for a make-up. The Golden Rule applies here. Be friendly, invite visitors to join your table, involve them in your conversations, and make them want to come visit us again.

Early Leaving

Although only 60% of the meeting is required for attendance, members are expected to attend the entire meeting. If, for some reason you must leave early, by all means avoid walking out on the speaker. This is a discourtesy to the speaker and embarrasses the program committee, the president, the Club, and Rotary generally. If you must leave early, please do so unobtrusively before the program committee introduces the speaker. If you feel you absolutely must leave during the presentation, please notify the speaker beforehand and with an apology, as a courtesy. **Early leavers must give their name to the secretary, in advance, and pay a \$1 "scooter" fine.**

When you visit other Clubs, never leave early. You are representing our Club. If you leave early, you give our Club a bad reputation.

Participation

The purpose of attendance requirements is to foster participation by all members in the activities of the Club. We know that no one can be completely involved in all activities, because there are so many. Rotary has been likened to a giant smorgasbord of service: you take a little of this, a little of that, and a whole lot of something else. Your participation goal in Rotary should be to serve heavily in at least one area and at least somewhat involved in others.

Four areas of participation are mandatory:

1. Attend Club meetings, as discussed above.
2. Serve on at least one committee.
3. Membership development. We are a service Club, and we need more members to help us serve. Obtaining new members is everyone's job in Rotary.
4. Fund raising. Since the Club needs money to finance our many projects, when we hold fundraisers, every member is obligated to do his or her share. In most cases, fines will be assessed if a member does not participate in a Club fundraiser.

Admission Fees and Dues

Like all Clubs, we require a small admission fee to be paid to cover some of the costs of your induction. This fee is paid only once.

Dues and meal costs are payable regularly and are billed periodically. Unless you are a "grandfathered senior active member" or a "rule of 85" member, meal costs are payable whether or not you attend our Club meeting. If you make-up for a missed meeting, you will be credited for your meal costs.

Other Costs of Membership

Rotary is a service organization. We help our community, both locally and worldwide, in many ways, many of which require money. In addition to admission fees, dues, and meal costs, there are other costs of your membership.

Rotarians can expect to be recognized or "fined" periodically at our meetings by the Sergeant-at-arms in an approximate amount of \$50 per year. Members also have the opportunity to "brag" about something of which they are proud (a special family event; a vacation; a promotion or business success; another member; etc). Brags cost \$10, at which time the member puts his/her name on the "Brag Board." Once all 100 squares are filled in, a name is drawn from among those listed, and this member receives a Paul Harris Fellowship by the Club.

You will be expected to participate fully in fund raising activities. Also, from time to time, we may ask your company to support our activities by donating a service or product. Occasionally, there will be Club social functions, which may require extra expenditure. Finally, we expect your time. This is probably your most precious possession. We promise to use it well.

Cost Summary

To recap, your annual costs are as follows:

Initiation/admission fee (a one time fee for new members only)	\$50.00
Annual dues (one third billed three times a year)	\$175.00
Meal costs @ \$12./week (paid monthly)	\$600.00
Rotary International Foundation EREY(highly recommended)	\$100.
Fines and brags levied by Sergeant-At-Arms-- Varies, but all members should expect to be fined periodically.	Varies
Fines levied for non-participation in required activities	(per event) \$25.
Paul Harris Fellowship Costs (Optional but encouraged)	\$1000.
(The Club will match your \$500 donation for member's first Paul Harris Fellow award).	

Mandatory Events and Associated Costs

1. Annual Steak Fry
 Sell a minimum of 10 tickets @ \$25.00 (if tickets unsold) \$250.00**
 2. Camp Collins Clean-Up
 3. Wine raffle event – Sell a minimum of 20 raffle tickets
 @ \$5.00, provide 2 bottles of wine and auction items \$130.00*
- *Depends on cost of bottle of wine/auction item and if tickets are unsold.

Non-Mandatory fundraising events

1. Annual Golf Tournament: While not mandatory, members are expected to participate by organizing a foursome, helping with sponsorships, and promoting the event. Members are also asked to help sell tickets for the “Golf Ball Drop”

Special Events

1. Installation banquet – Cost varies but is generally in the range of \$30.00 - \$35.00, and golf tournament (\$25.)
2. Staff Appreciation luncheon \$30. Per person

There are a number of social events during the year such as the Rotary Ski night and group trips to the Timbers soccer match. You are encouraged to attend these fun activities.

Gresham Rotary Social Events

Gresham Rotary has a social committee chair who organizes a number of social events for Rotarians and their families each year.

The Installation Banquet and club golf tournament

At the end of the Rotary Year in June, an informal golf tournament is held for club members, and is coordinated by one club member. That evening the outgoing Rotary President recognizes his board and highlights the accomplishments of the year. The new President is “installed” and makes a brief presentation on what the goals for the next year will be. This Installation Banquet is organized by the Vice-President, with help from the 2 most recent past presidents.

In the summer or early fall, the Social Chair usually will arrange for the club to attend a local sporting event. For Gresham Rotary this has become an opportunity to see a Timbers soccer match.

In early December, Gresham Rotary holds its Staff Appreciation luncheon, led by a committee. Rotarians invite their staff to attend along with spouses. The choir from our a local high school sings and we have a small raffle with holiday themed prizes.

Typically on Martin Luther King Monday we hold Rotary Ski Night in collaboration with Hood River Rotary at Mt. Hood Meadows ski resort. This is a Rotary and Rotary guest social event. It is also a small fund raiser but primarily it is social. Dexter Hill, of Hillcrest Sports, and a Rotarian, usually coordinates the ticket sales for this event.

Pin and Badge

You should always wear your Rotary lapel pin. You will be surprised at the number of people who will greet you when they recognize the pin.

At regular Club meetings, and at Certain Club functions, you should also wear your badge. Its purpose is to let everyone know who you are. Although your Club members know you, visitors do not.

Club Directory

Our Club regularly publishes a membership directory. The directory includes a calendar for the year as well as contact information for all members of the club. It is to be used only for Club purposes. The use of the roster for any business purpose by any member or by any person who might gain a copy is strictly prohibited.

Business Relationships

Rotarians are banded together for the purpose of doing service. We are not banded together as a business network. It is understood that Rotarians do business with each

other, presumably because it is natural to do business with those you know and trust and who adhere to the business ethics espoused by Rotary. However, membership in Rotary does not presume that you will do business with other Rotarians or that they will do business with you.

Communications

A portion of your dues also pays for your subscription to The Rotarian, the official magazine of Rotary. It reports the many activities of Rotary International and contains many good articles on timely subjects of general interest. Make sure the magazine is mailed to your home rather than your business. You will more likely read it there and your spouse will also have an opportunity to read it. You may choose a mailed copy or an e-copy, or for an additional \$12 a year, you can receive both.

Ripples, our Club's newsletter is published regularly and provided electronically. It contains information on Club activities, profiles of new members, upcoming programs, items of Rotary information, and special announcements. The newsletter editor is always pleased to receive items of interest to the general membership from you. Please contact the editor with ideas and suggestions.

Clubrunner is our club's website. <http://www.clubrunner.ca/Gresham> Please see our webmaster for your specific log-in and password information. The website features club activities, fundraisers, photo journals, upcoming speakers and general information about the club.

Facebook is accessed via Gresham Rotary Club. We use Facebook to advertise our events and to promote the good work that Rotary does in the community.

District 5100 also sends a monthly newsletter electronically with district information, news from the clubs, upcoming conferences, events, etc. The district Website <http://www.ridistrict5100.org/> is accessed using Club number 286. Your password is the number right above your name on your monthly Rotarian magazine.

Rotary International has a website www.rotary.org

Classification Talks

Classification talks are a periodic feature at weekly Club meetings designed to get to know your fellow Rotarians better. Any member may be asked to address the Club for 10 minutes to describe your classification and to tell us something of your personal background so that we can get to know you.

Programs

Each week, the program committee strives to present a program on an interesting topic. We try to provide programs on a wide variety of subjects so that we can learn more about our community and what is going on in it.

Note: Rotary Clubs are non-political groups and as such they must be very cautious when it comes to scheduling speakers who are candidates for public office or who are likely to advocate for or against a particular measure that will be on the ballot. In the case of the Rotary Club of Gresham, being cautious means that such speakers will only be scheduled when all major candidates or viewpoints can be presented, either at the same meeting or at meetings in subsequent weeks. Being cautious does not mean that those already holding public office will not be invited to speak unless (1) they are likely to advocate for or against a ballot measure, or (2) they are running for re-election in an upcoming election. Basically, the above practices are nothing more than adherence to The Four Way Test.

So, when, not if, you become aware of a good speaker on a topic of general interest, contact the program chairman so he or she may determine its appropriateness and schedule a time. Speakers want to talk to you and they appreciate the fact you are an important representative of your business or profession. If you do not attend meetings, you are missed, and you miss the opportunity to learn more.

Gresham Rotary Foundation

Mission Statement

The mission of the Rotary Club of Gresham Foundation is to help build a better world, by emphasizing service activities that enhance quality of life and human dignity, by encouraging high ethical standards and by creating a greater understanding among all people.

Gresham Rotary Foundation History

For 50 years Gresham Rotary existed only as a club without a foundation or 501-C3 status. In 2003 we decided to start a club foundation. This was encouraged by an initial group including Jim Bybee and Robin McGregor. They anticipated people donating to the foundation and leaving bequests to the foundation. As sums increased, the foundation would be able to function using interest only. During this time the foundation was not adequately supported by public funding or used aggressively for charitable purposes, and the IRS investigated and determined in 2008 that our inactivity disqualified us as a public foundation, and thereby we became a private charity. Any donations up to \$250 (only) can be deducted. Our first tax return as a Private Foundation was filed in June of 2010. If we continue as a separate entity, we must remain a private charity for 3-5 years, when we can then apply to show that we have been functioning as a public foundation, at which time we can be reinstated. The amount of money has increased to approximately \$78,000 (May 2011). Most is managed by Stan Hymel of Ameriprise Financial. In 2012, the club received a bequest of \$126,000. which will also be held with Ameriprise. These funds have been designated for scholarships.

The Foundation is governed by a board of directors comprised of the officers of the club as well as Directors, who are members of the club with financial and legal expertise. The Foundation Board meets quarterly at M&M at noon in Gresham; usually the third Monday.

To clarify and recognize the role of the Gresham Rotary Foundation in relationship to the Rotary Club of Gresham, a document was prepared under the presidency of Patton Echols. This document is still relevant and most of the proposed directions have been implemented. The Club and Foundation Cooperation Agreement is re-printed here:

Club and Foundation Cooperation Agreement

The members of the Rotary Club of Gresham have determined that the establishment and operation of a local foundation will enhance our ability to benefit the communities that we serve. There are two basic missions that our Foundation is able to fulfill: First, attracting contributions to our fund raising efforts, where the donor requires that the beneficiary be a tax exempt ("501(c)(3)") organization. Second, building a permanent endowment; funding charitable activities from the income. The Club and the Foundation, now established, each see that in order to fulfill their own missions they are each faced with imperatives when it comes to doing community service.

For the Foundation: In order to keep faith with the intent of donors and the legal requirements of a tax exempt organization, decisions on the expenditure of funds **must** be made by the Foundation Board.

For the Club: In order to empower the Membership to perform the service that is the very reason for joining the Club, decisions on the expenditure of funds **must** be made by the Club Board.

The purpose of the document is to show how both of these imperatives, seemingly at odds, can be met and how the Rotary Club of Gresham and the Gresham Rotary Foundation will work together to serve our communities and assure that the Club and Foundation present a unified presence to those communities.

1. Fund Raising

a. The club will act as the primary fund raising agent for both the Club and the Foundation.

- The foundation will provide the club with guidelines on how to correctly represent the Foundation and make public representations about the Foundation's 501(c)(3) status.

- The expectation of the Club and the Foundation is that most fund raising will be directed toward raising "current funds" intended to be spent in the short term for charitable activities.

b. The Club and Foundation will jointly develop a campaign, separate from ordinary fund raising activities to grow the Foundation's permanent endowment funds, seek capital contributions, and testamentary gifts.

2. Fund Allocation

- a. The Club will retain as "operating funds" Dues, fines, brag board, lunch funds and similar funds not acquired by "fund raisers."
 - Brag Board, though it will be a contribution to the R.I. foundation, does not need to flow through the foundation (no benefit to the foundation and added accounting and legal complication.)
 - The club will determine the amount of reserves required from year to year and the excess delivered to the foundation at the Club Board discretion.
 - The Club may retain as a part of it's reserve a small amount of money intended to fund ad hoc requests for assistance that are deemed worthy by the club but that cannot be funded by the foundation.
- b. The net proceeds of fund raising events will be distributed to the Foundation and managed by the foundation until spent.
- c. It has been observed that the Club currently has reserves in excess of what is needed to fund operations. While all of those funds were raised with the expectation of raising "current funds", it may be desirable to allocate some portion to the Foundation's permanent endowment. That determination has not been made as of the writing of this document.

3. Charitable Spending

- a. The Foundation will annually advise the Club President Elect of the available funds for charitable / service spending.
- b. The funds provided as in paragraph a. above will consist of: The current funds raised in the prior year; carry over of any remaining portion of the prior year service funds allocated for a specific program (e.g. scholarships); a portion of the Foundation's investment earnings as determined by the Foundation Board.
 - For example: in the '07-08 year, the Club raises and delivers to the Foundation \$12,345. Also in 07-08 the Club does not spend \$543 of it's service funds; and the Foundation earned \$210 on investments. The Club's President Elect would then know that the Club's committees have \$13,098 to spend for service projects in the 08-09 year.
This is only a suggestion and the details need to be worked out. Obviously there is a tension between raising and making "current funds" available on the one hand, and building the foundation's permanent endowment on the other hand. This is a matter probably best determined by the membership.
 - The benefit of this approach is that the President Elect, at the time of budget writing, will have a fixed amount of money to work with, rather than working off of projections and making commitments that cannot be fulfilled by the foundation.
- c. Priorities for service spending will come from Club membership, working through the Club committees and Board. Funding requests will then be sent to the Foundation Board for approval.
- d. The Foundation will develop guidelines for charitable / service spending. The expectation is that the Foundation board will limit it's review of Funding requests to whether the expenditures are within the Foundation's "Charitable Purpose" as required by the IRS to retain 501(c)(3) status.

- The guidelines will establish a procedure for expenditure approval so that requests do not necessarily have to wait until a Foundation Board regular meeting if those meetings are not held frequently

4. Bylaw Changes. Both the Club and the Foundation will examine their Bylaws to determine whether changes will be required to carry out the intent of this document.

The Articles of Incorporation and the By-laws for the Gresham Rotary Foundation are appendices to this document.

APPENDICES

APPENDIX A

***Constitution of the Rotary Club of Gresham**

Article 1 Definitions

As used in this constitution, unless the context otherwise clearly requires, the words in this article shall have the following meanings:

1. Board: The Board of Directors of this club
2. Bylaws: The bylaws of this club
3. Director: A member of this club's Board of Directors
4. Member: A member, other than an honorary member, of this club.
5. RI: Rotary International
6. Year: The twelve-month period which begins on 1 July.

Article 2 Name

The Name of this organization shall be Rotary Club of Gresham, Member of Rotary International

Article 3 Locality of the Club

Locality of this club is as follows: Gresham, Oregon USA

Article 4 Object

The Object of Rotary is to encourage and foster the ideal of service as a basis of worthy enterprise and, in particular, to encourage and foster:

First. The development of acquaintance as an opportunity for service; *Second.* High ethical standards in business and professions; the recognition

of the worthiness of all useful occupations; and the dignifying of

each Rotarian's occupation as an opportunity to serve society; *Third.* The application of the ideal of service in each Rotarian's personal,

business, and community life;

* The bylaws of Rotary International provide that each club admitted to membership in RI shall adopt this prescribed standard club constitution.

Fourth. The advancement of international understanding, goodwill, and peace through a world fellowship of business and professional persons united in the ideal of service.

Article 5 Five Avenues of Service

Rotary's Five Avenues of Service are the philosophical and practical framework for the work of this Rotary club.

1. Club Service, the first Avenue of Service, involves action a member should take within this club to help it function successfully.
2. Vocational Service, the second Avenue of Service, has the purpose of promoting high ethical standards in businesses and professions, recognizing the worthiness of all dignified occupations, and fostering the ideal of service in the pursuit of all vocations. The role of members includes conducting themselves and their businesses in accordance with Rotary's principles.
3. Community Service, the third Avenue of Service, comprises varied efforts that members make, sometimes in conjunction with others, to improve the quality of life of those who live within this club's locality or municipality.
4. International Service, the fourth Avenue of Service, comprises those activities that members do to advance international understanding, goodwill, and peace by fostering acquaintance with people of other countries, their cultures, customs, accomplishments, aspirations, and problems, through reading and correspondence and through cooperation in all club activities and projects designed to help people in other lands.
5. New Generations Service, the fifth Avenue of Service, recognizes the positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects, and exchange programs that enrich and foster world peace and cultural understanding.

Article 6 Meetings

Section 1 — Regular Meetings.

- . (a) *Day and Time.* This club shall hold a regular meeting once each week on the day and at the time provided in the bylaws.
- . (b) *Change of Meeting.* For good cause, the board may change a regular meeting to any day during the period commencing with the day following the preceding regular meeting and ending with the day preceding the next regular meeting, or to a different hour of the regular day, or to a different place.
- . (c) *Cancellation.* The board may cancel a regular meeting if it falls on a legal holiday, including a commonly recognized holiday, or in case of the death of a club member, or of an epidemic or of a disaster affecting the whole community, or of an armed

conflict in the community which endangers the lives of the club members. The board may cancel not more than four regular meetings in a year for causes not otherwise specified herein provided that this club does not fail to meet for more than three consecutive meetings.

Section 2 — *Annual Meeting.* An annual meeting for the election of officers shall be held not later than 31 December as provided in the bylaws.

Article 7 Membership

Section 1 — *General Qualifications.* This club shall be composed of adult persons of good character and good business, professional and/or community reputation.

Section 2 — *Kinds.* This club shall have two kinds of membership, namely: active and honorary.

Section 3 — *Active Membership.* A person possessing the qualifications set forth in article 5, section 2 of the RI constitution may be elected to active membership in this club.

Section 4 — *Transferring or Former Rotarian.* (a) *Potential Members.* A member may propose to active membership a transferring member 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 of business or profession within the locality of the former club or the surrounding area. The transferring or former member of a club being proposed to active membership under this section may also be proposed by the former club. The classification of a transferring or former member of a club shall not preclude election to active membership even if the election results in club membership temporarily exceeding the classification limits. Potential members of this club who are current or former members of another club who have debts to the other club are ineligible for membership in this club. This club may demand that a potential member present written proof that no money is owed to the other club. The admission of a transferring or former Rotarian as an active member pursuant to this section shall be contingent upon receiving a certificate from the board of the previous club confirming the prospective member's prior membership in that club.

(b) *Current or Former Members.* This club shall provide a statement whether money is owed to this club when requested by another club with respect to a current or former member of this club being considered for membership in the other club.

Section 5 — *Dual Membership.* No person shall simultaneously hold active membership in this and another club. No person shall simultaneously be a member and an honorary member in this club. No person shall simultaneously hold active membership in this club and membership in a Rotaract club.

Section 6 — *Honorary Membership.*

(a) *Eligibility for Honorary Membership.* Persons who have distinguished themselves by meritorious service in the furtherance of Rotary ideals and those persons

considered friends of Rotary for their permanent support of Rotary's cause may be elected to honorary membership in this club. The term of such membership shall be as determined by the board. Persons may hold honorary membership in more than one club.

- . (b) *Rights and Privileges.* Honorary members shall be exempt from the payment of admission fees and dues, shall have no vote, and shall not be eligible to hold any office in this club. Such members shall not hold classifications, but shall be entitled to attend all meetings and enjoy all the other privileges of this club. No honorary member of this club is entitled to any rights and privileges in any other club, except for the right to visit other clubs without being the guest of a Rotarian.

Section 7 — Holders of Public Office. Persons elected or appointed to public office for a specified time shall not be eligible to active membership in this club under the classification of such office. This restriction shall not apply to persons holding positions or offices in schools, colleges, or other institutions of learning or to persons who are elected or appointed to the judiciary. Members who are elected or appointed to public office for a specified period may continue as such members in their existing classifications during the period in which they hold such office.

Section 8 — Rotary International Employment. This club may retain in its membership any member employed by RI.

Article 8 Classifications

Section 1 — General Provisions. (a) *Principal Activity.* Each member shall be classified in accordance with the member's business, profession, or type of community service. The classification shall be that which describes the principal and recognized activity of the firm, company, or institution with which the member is connected or that which describes the member's principal and recognized business or professional activity or that which describes the nature of the member's community service activity.

(b) *Correction or Adjustment.* If the circumstances warrant, the board may correct or adjust the classification of any member. Notice of a proposed correction or adjustment shall be provided to the member and the member shall be allowed a hearing thereon.

Section 2 — Limitations. This club shall not elect a person to active membership from a classification if the club already has five or more members from that classification, unless the club has more than 50 members, in which case, the club may elect a person to active membership in a classification so long as it will not result in the classification making up more than 10 percent of the club's active membership. Members who are retired shall not be included in the total number of members in a classification. The classification of a transferring or former member of a club, or a Rotary Foundation alumnus as defined by the board of directors of RI, shall not preclude election to active membership even if the election results in club membership temporarily exceeding the above limitations. If a member changes classification, the club may continue the member's membership under the new classification notwithstanding these limitations.

Article 9 Attendance

Section 1 - General Provisions. Each member should attend this club's regular meetings. A member shall be counted as attending a regular meeting if the member is present for at least 60 percent of the meeting, or is present and is called away unexpectedly and subsequently produces evidence to the satisfaction of the board that such action was reasonable, or makes up for an absence in any of the following ways:

14 Days Before or After the Meeting. If, within fourteen (14) days before or after the regular time for that meeting, the member

- . (1) attends at least 60 percent of the regular meeting of another club or of a provisional club; or
- . (2) attends a regular meeting of a Rotaract or Interact club, Rotary Community Corps, or Rotary Fellowship or of a provisional Rotaract or Interact club, Rotary Community Corps, or Rotary Fellowship; or
- . (3) attends a convention of RI, a council on legislation, an international assembly, a Rotary institute for past and present officers of RI, a Rotary institute for past, present, and incoming officers of RI, or any other meeting convened with the approval of the board of directors of RI or the president of RI acting on behalf of the board of directors of RI, a Rotary multizone conference, a meeting of a committee of RI, a Rotary district conference, a Rotary district assembly, any district meeting held by direction of the board of directors of RI, any district committee meeting held by direction of the district governor, or a regularly announced intercity meeting of Rotary clubs; or
- . (4) is present at the usual time and place of a regular meeting of another club for the purpose of attending such meeting, but that club is not meeting at that time or place; or
- . (5) attends and participates in a club service project or a club-sponsored community event or meeting authorized by the board; or
- . (6) attends a board meeting or, if authorized by the board, a meeting of a service committee to which the member is assigned; or
- . (7) participates through a club web site in an interactive activity requiring an average of 30 minutes of participation.

When a member is outside the member's country of residence for more than fourteen (14) days, the time restriction shall not be imposed so that the member may attend meetings in another country at any time during the travel period, and each such attendance shall count as a valid make-up for any regular meeting missed during the member's time abroad.

(b)

At the Time of the Meeting. If, at the time of the meeting, the member is

- . (1) traveling with reasonable directness to or from one of the meetings specified in sub-subsection (a) (3) of this section; or
- . (2) serving as an officer or member of a committee of RI, or a trustee of The Rotary Foundation; or
- . (3) serving as the special representative of the district governor in the formation of a new club; or
- . (4) on Rotary business in the employ of RI; or
- . (5) directly and actively engaged in a district-sponsored or RI- or Rotary Foundation-sponsored service project in a remote area where making up attendance is impossible; or
- . (6) engaged in Rotary business duly authorized by the board which precludes attendance at the meeting.

Section 2 — *Extended Absence on Outposted Assignment.* If a member will be working on an outposted assignment for an extended period of time, attendance at the meetings of a designated club at the site of the assignment will replace attendance at the regular meetings of the member's club, provided there is a mutual agreement between the two clubs.

Section 3 — *Excused Absences.* A member's absence shall be excused if

(a) the absence complies with the conditions and under circumstances approved by the board. The board may excuse a member's absence for reasons which it considers to be good and sufficient. Such excused absences shall not extend for longer than twelve months.

(b) the age of the member is 65 and above and the aggregate of the member's years of age and years of membership in one or more clubs is 85 years or more and the member has notified the club secretary in writing of the member's desire to be excused from attendance and the board has approved.

Section 4 — *RI Officers' Absences.* A member's absence shall be excused if the member is a current officer of RI.

Section 5 — *Attendance Records.* In the event that a member whose absences are excused under the provisions of subsection 3(b) or section 4 of this article attends a club meeting, the member and the member's attendance shall be included in the membership and attendance figures used to compute this club's attendance.

Article 10 Directors and Officers

Section 1 — *Governing Body.* The governing body of this club shall be the board constituted as the bylaws may provide.

Section 2 — Authority. The board shall have general control over all officers and committees and, for good cause, may declare any office vacant.

Section 3 — Board Action Final. The decision of the board in all club matters is final, subject only to an appeal to the club. However, as to a decision to terminate membership, a member, pursuant to article 12, section 6, may appeal to the club, request mediation, or request arbitration. If appealed, a decision of the board shall be reversed only by a two-thirds vote of the members present, at a regular meeting specified by the board, provided a quorum is present and notice of the appeal has been given by the secretary to each member at least five (5) days prior to the meeting. If an appeal is taken, the action taken by the club shall be final.

Section 4 — Officers. The club officers shall be a president, the immediate past president, a president-elect, and one or more vice-presidents, all of whom shall be members of the board, and a secretary, a treasurer, and a sergeant-at-arms, who may or may not be members of the board as the bylaws shall provide.

Section 5 — Election of Officers.

- . (a) *Terms of Officers other than President.* Each officer shall be elected as provided in the bylaws. Except for the president, each officer shall take office on 1 July immediately following election and shall serve for the term of office or until a successor has been duly elected and qualified.
- . (b) *Term of President.* The president shall be elected as provided in the bylaws, not more than two (2) years but not less than eighteen (18) months prior to the day of taking office and shall serve as president-nominee upon election. The nominee shall take the title of president-elect on 1 July in the year prior to taking office as president. The president shall take office on 1 July and shall serve a period of one (1) year or until a successor has been duly elected and qualified.
- . (c) *Qualifications.* Each officer and director shall be a member in good standing of this club. The president-elect shall attend the district presidents-elect training seminar and the district assembly unless excused by the governor-elect. If so excused, the president-elect shall send a designated club representative who shall report back to the president-elect. If the president-elect does not attend the presidents-elect training seminar and the district assembly and has not been excused by the governor-elect or, if so excused, does not send a designated club representative to such meetings, the president-elect shall not be able to serve as club president. In such event, the current president shall continue to serve until a successor who has attended a presidents-elect training seminar and district assembly or training deemed sufficient by the governor-elect has been duly elected.

Article 11 Admission Fees and Dues

Every member shall pay an admission fee and annual dues as prescribed in the bylaws, except that any transferring or former member of another club who is accepted into membership of this club pursuant to article 7, section 4(a) shall not be required to pay a

second admission fee. A Rotaractor who ceased to be a member of Rotaract within the preceding two years, who is accepted into membership of this club, shall not be required to pay an admission fee.

Article 12 Duration of Membership

Section 1 — *Period.* Membership shall continue during the existence of this club unless terminated as hereinafter provided.

Section 2 — *Automatic Termination*

(a) *Membership Qualifications.* Membership shall automatically terminate when a member no longer meets the membership qualifications, except that:

- . (1) the board may grant a member moving from the locality of this club or the surrounding area a special leave of absence not to exceed one (1) year to enable the member to visit and become known to a Rotary club in the new community if the member continues to meet all conditions of club membership;
- . (2) the board may allow a member moving from the locality of this club or the surrounding area to retain membership if the member continues to meet all conditions of club membership.

(b) *How to Rejoin.* When the membership of a member has terminated as provided in subsection (a) of this section, such person, provided such person's membership was in good standing at the time of termination, may make new application for membership, under the same or another classification. A second admission fee shall not be required.

(c) *Termination of Honorary Membership.* Honorary membership shall automatically terminate at the end of the term for such membership as determined by the board. However, the board may extend an honorary membership for an additional period. The board may revoke an honorary membership at any time.

Section 3 — *Termination — Non-payment of Dues.*

- . (a) *Process.* Any member failing to pay dues within thirty (30) days after the prescribed time shall be notified in writing by the secretary at the member's last known address. If the dues are not paid on or before ten (10) days of the date of notification, membership may terminate, subject to the discretion of the board.
- . (b) *Reinstatement.* The board may reinstate the former member to membership upon the former member's petition and payment of all indebtedness to this club. However, no former member may be reinstated to active membership if the former member's classification is in conflict with article 8, section 2.

Section 4 — *Termination — Non-attendance.*

(a) *Attendance Percentages.* A member must

- . (1) attend or make up at least 50 percent of club regular meetings in each half of the year;
- . (2) attend at least 30 percent of this club's regular meetings in each half of the year (assistant governors, as defined by the board of directors of RI, shall be excused from this requirement).

If a member fails to attend as required, the member's membership shall be subject to termination unless the board consents to such non-attendance for good cause.

(b) *Consecutive Absences.* Unless otherwise excused by the board for good and sufficient reason or pursuant to article 9, sections 3 or 4, each member who fails to attend or make up four consecutive regular meetings shall be informed by the board that the member's non-attendance may be considered a request to terminate membership in this club. Thereafter, the board, by a majority vote, may terminate the member's membership.

Section 5 — Termination — Other Causes.

- . (a) *Good Cause.* The board may terminate the membership of any member who ceases to have the qualifications for membership in this club or for any good cause by a vote of not less than two-thirds of the board members, at a meeting called for that purpose. The guiding principles for this meeting shall be article 7, section 1; The Four-Way Test; and the high ethical standards that one should hold as a Rotary club member.
- . (b) *Notice.* Prior to taking any action under subsection (a) of this section, the member shall be given at least ten (10) days' written notice of such pending action and an opportunity to submit a written answer to the board. The member shall have the right to appear before the board to state the member's case. Notice shall be by personal delivery or by registered letter to the member's last known address.
- . (c) *Filling Classification.* When the board has terminated the membership of a member as provided for in this section, this club shall not elect a new member under the former member's classification until the time for hearing any appeal has expired and the decision of this club or of the arbitrators has been announced. However, this provision shall not apply if, by election of a new member, the number of members under the said classification would remain within provided limitations even if the board's decision regarding termination is reversed.

Section 6 — Right to Appeal, Mediate or Arbitrate Termination.

- . (a) *Notice.* Within seven (7) days after the date of the board's decision to terminate membership, the secretary shall give written notice of the decision to the member. Within fourteen (14) days after the date of the notice, the member may give written notice to the secretary of the intention to appeal to the club, request mediation, or to arbitrate as provided in article 16.
- . (b) *Date for Hearing of Appeal.* In the event of an appeal, the board shall set a date for the

hearing of the appeal at a regular club meeting to be held within twenty-one (21) days after receipt of the notice of appeal. At least five (5) days' written notice of the meeting and its special business shall be given to every member. Only members shall be present when the appeal is heard.

- . (c) *Mediation or Arbitration.* The procedure utilized for mediation or arbitration shall be as provided in article 16.
- . (d) *Appeal.* If an appeal is taken, the action of the club shall be final and binding on all parties and shall not be subject to arbitration.
- . (e) *Decision of Arbitrators or Umpire.* If arbitration is requested, the decision reached by the arbitrators or, if they disagree, by the umpire shall be final and binding on all parties and shall not be subject to appeal.
- . (f) *Unsuccessful Mediation.* If mediation is requested but is unsuccessful, the member may appeal to the club or arbitrate as provided in subsection (a) of this section.

Section 7 — Board Action Final. Board action shall be final if no appeal to this club is taken and no arbitration is requested.

Section 8 — Resignation. The resignation of any member from this club shall be in writing, addressed to the president or secretary. The resignation shall be accepted by the board if the member has no indebtedness to this club.

Section 9 — Forfeiture of Property Interest. Any person whose club membership has been terminated in any manner shall forfeit all interest in any funds or other property belonging to this club if, under local laws, the member may have acquired any right to them upon joining the club.

Section 10 — Temporary Suspension. Notwithstanding any provision of this constitution, if in the opinion of the board

- . (a) credible accusations have been made that a member has refused or neglected to comply with this constitution, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the club; and
- . (b) those accusations, if proved, constitute good cause for terminating the membership of the member; and
- . (c) it is desirable that no action should be taken in respect of the membership of the member pending the outcome of a matter or an event that the board considers should properly occur before such action is taken by the board; and

(d) that in the best interests of the club and without any vote being taken as to his or her membership, the member's membership should be temporarily suspended and the member should be excluded from attendance at meetings and other activities of this club and from any office or position the member holds within the club. For the purposes of this

clause, the member shall be excused from fulfilling attendance responsibilities;

the board may, by a vote of not less than two-thirds of the board, temporarily suspend the member as aforesaid for such period and on such further conditions as the board determines, albeit for a period no longer than is reasonably necessary in all the circumstances.

Article 13 Community, National, and International Affairs

Section 1 — *Proper Subjects.* The merits of any public question involving the general welfare of the community, the nation, and the world are of concern to the members of this club and shall be proper subjects of fair and informed study and discussion at a club meeting for the enlightenment of its members in forming their individual opinions. However, this club shall not express an opinion on any pending controversial public measure.

Section 2 — *No Endorsements.* This club shall not endorse or recommend any candidate for public office and shall not discuss at any club meeting the merits or demerits of any such candidate.

Section 3 — *Non-Political.*

- . (a) *Resolutions and Opinions.* This club shall neither adopt nor circulate resolutions or opinions, and shall not take action dealing with world affairs or international policies of a political nature.
- . (b) *Appeals.* This club shall not direct appeals to clubs, peoples, or governments, or circulate letters, speeches, or proposed plans for the solution of specific international problems of a political nature.

Section 4 — *Recognizing Rotary's Beginning.* The week of the anniversary of Rotary's founding (23 February) shall be known as World Understanding and Peace Week. During this week, this club will celebrate Rotary service, reflect upon past achievements, and focus on programs of peace, understanding, and goodwill in the community and throughout the world.

Article 14 Rotary Magazines

Section 1 — *Mandatory Subscription.* Unless, in accordance with the bylaws of RI, this club is excused by the board of directors of RI from complying with the provisions of this article, each member shall, for the duration of membership, subscribe to the official magazine or to the magazine approved and prescribed for this club by the board of directors of RI. Two Rotarians residing at the same address have the option to subscribe jointly to the official magazine. The subscription shall be paid in six (6) month periods for the duration of membership in this club and to the end of any six (6) month period during which membership may terminate.

Section 2 — *Subscription Collection.* The subscription shall be collected by this club from

each member semiannually in advance and remitted to the Secretariat of RI or to the office of such regional publications as may be determined by the board of directors of RI.

Article 15 ☒ Acceptance of Object and Compliance with Constitution and Bylaws ☒

By payment of an admission fee and dues, a member accepts the principles of Rotary as expressed in its object and submits to and agrees to comply with and be bound by the constitution and bylaws of this club, and on these conditions alone is entitled to the privileges of this club. Each member shall be subject to the terms of the constitution and bylaws regardless of whether such member has received copies of them.

Article 16 Arbitration and Mediation

Section 1 — *Disputes.* Should any dispute, other than as to a decision of the board, arise between any current or former member(s) and this club, any ☒ club officer or the board, on any account whatsoever which cannot be settled under the procedure already provided for such purpose, the dispute shall, upon a request to the secretary by any of the disputants, either be resolved by mediation or settled by arbitration.

Section 2 — *Date for Mediation or Arbitration.* In the event of mediation or arbitration, the board shall set a date for the mediation or arbitration, in consultation with disputants, to be held within twenty-one (21) days after receipt of the request for mediation or arbitration.

Section 3 — *Mediation.* The procedure for such mediation shall be that recognized by an appropriate authority with national or state jurisdiction or be that recommended by a competent professional body whose recognized expertise covers alternative dispute resolution or be that recommended by way of documented guidelines determined by the board of RI or the trustees of

The Rotary Foundation. Only a member of a Rotary club may be appointed as mediator(s). The club may request the district governor or the governor's representative to appoint a mediator who is a member of a Rotary club and who has appropriate mediation skills and experience.

- . (a) *Mediation Outcomes.* The outcomes or decisions agreed between the parties as a result of mediation shall be recorded and copies held by each party, the mediator(s) and one copy given to the board and to be held by the secretary. A summary statement of outcomes acceptable to the parties involved shall be prepared for the information of the club. Either party, through the president or secretary, may call for further mediation if either party has retracted significantly from the mediated position.
- . (b) *Unsuccessful Mediation.* If mediation is requested but is unsuccessful, any disputant may request arbitration as provided in section 1 of this article.

Section 4 — *Arbitration.* In the event of a request for arbitration, each party shall appoint an arbitrator and the arbitrators shall appoint an umpire. Only a member of a Rotary club

may be appointed as umpire or as arbitrator.

Section 5 — *Decision of Arbitrators or Umpire.* If arbitration is requested, the decision reached by the arbitrators or, if they disagree, by the umpire shall be final and binding on all parties and shall not be subject to appeal.

Article 17 Bylaws

This club shall adopt bylaws not inconsistent with the constitution and bylaws of RI, with the rules of procedure for an administrative territorial unit where established by RI, and with this constitution, embodying additional provisions for the government of this club. Such bylaws may be amended from time to time as therein provided.

Article 18 Interpretation

Throughout this constitution, the terminology “mail,” “mailing,” and “ballot-by-mail” will include utilization of electronic mail (e-mail) and internet technology to reduce costs and increase responsiveness.

Article 19 Amendments

Section 1 — *Manner of Amending.* Except as provided in section 2 of this article, this constitution may be amended only by the council on legislation in the same manner as is established in the bylaws of RI for the amendment of its bylaws.

Section 2 — *Amending Article 2 and Article 3.* Article 2 (Name) and Article 3 (Locality of the Club) of the constitution shall be amended at any regular meeting of this club, a quorum being present, by the affirmative vote of not less than two-thirds of all voting members present and voting, provided that notice of such proposed amendment shall have been mailed to each member and to the governor at least ten (10) days before such meeting, and provided further, that such amendment shall be submitted to the board of directors of RI for its approval and shall become effective only when so approved. The governor may offer an opinion to the board of directors of RI regarding the proposed amendment.

Section 3 - The Board may contract for appropriate service with an Executive Secretary, which person is not required to be a member of the Club.

Section 4 — Not less than one month prior to the Annual Meeting, the Immediate Past President shall form a Nominating Committee, of convenient number, to nominate a slate of officers and directors as required by these Bylaws. In the event that the Immediate Past President is unavailable, the President shall appoint another member to serve as the chair of the Nominating Committee. The committee shall inform the Membership that the Committee is soliciting nominations and take such other steps as are deemed prudent to nominate qualified members for office. The Nominating Committee shall conduct the elections as follows. At least one week prior to the election, the Nominating Committee shall announce the slate of nominees. At the time of the Election, the nominating committee shall announce the slate of nominees and solicit nominations from the floor of the meeting. Members may cast one vote for each Officer position. The election shall be by written ballot. The nominee for Officer position having a majority of the votes shall be elected. The nominees for Director having a plurality of the votes shall be elected.

Section 5 - Officers and Directors elected as provided herein shall assume office the next July 1. The President-Elect will assume the duties of President on July 1 of the year following election as President- Elect.

Section 6 - Officers of the Club shall serve one (1) year terms. Directors shall serve three (3) year terms with two (2) Directors being elected annually. No Director may serve more than two (2) consecutive terms.

Article IV — Meetings

Section 1 — Regular meetings of this Club shall be on Wednesday @ 12:00 noon at such place as shall be determined by the Board of Directors. Due notice of any changes in or cancellation, of a regular meeting shall be given to all members of the Club.

Section 2 — The Annual Meeting of this Club, for the purpose of electing officers and directors and to conduct such other appropriate business, shall be held on the first regularly scheduled meeting in November unless otherwise re-scheduled by action of the Board, but shall be held no later than December 31st.

Section 3 — Special meetings of the Club may be called by a majority of the Board of Directors. Timely notice of the time and place of such special meeting shall be given to all members.

Section 4 — The business of this Club shall be transacted by voice vote except as may otherwise be directed by a majority vote of the membership present. All votes will be determined by a majority of the members present unless otherwise specified in these bylaws.

Section 5 — The club shall not consider any resolution or motion to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club

meeting, shall be referred to the board without discussion.

Section 6 — One third of the membership shall constitute a quorum at any annual, regular, or special meeting of the Club.

Section 7 — Notices of meetings, agenda and any other written notification to be given to the membership may be given by hand delivery, regular mail at the postal address maintained by the Secretary, or electronically at the email address on file with the Secretary.

Article V- Board of Directors

Section 1 — The affairs and procedures of the Club shall be in accordance with the Constitution and bylaws of Rotary International unless otherwise specified in these bylaws.

Section 2 — The management of the affairs and interests of this Club shall be vested in the Board of Directors, comprised of eleven (11) members, namely the President, President—Elect, Vice President, Secretary, Treasurer, six (6) Directors, all elected in accordance with Article III, and the immediate Past President.

Section 3 — A vacancy on the Board of Directors or in any office shall be filled by action of the remaining members of the Board. A vacancy for the office of President-Elect shall be referred back to the nominating committee. The regular election procedure shall then be followed.

Section 4 — A majority of the members of the Board of Directors shall constitute a quorum.

Section 5 — Regular meetings of the Board of Directors shall be scheduled monthly. These meetings will, to the extent possible, be scheduled by the President on a consistent basis as to time and place. Special meetings of the Board may be called by the President as necessary or upon request of at least two (2) members of the Board, due notice having been given. Attendance at meetings as well as the conduct of meetings may be by electronic telecommunication provided that all those present at the meeting are able to participate in the deliberation of the meeting.

Section 6 — Committees may be appointed from its own number by the Board, being invested with such powers as the Board may see fit. The designation of any such committee and the delegation of any authority shall not relieve the Board of its ultimate responsibility to prudently direct the management of this Club.

Section 7 — Notices of meetings, agenda and any other written notification to be given to Board Members may be given electronically at the email address on file with the Secretary.

Section 8 — The Board of Directors may act without a meeting by written resolution having been approved by a majority of all Board Members entitled to vote. (Unless a particular Board Member is disqualified to vote for a measure, action without a meeting would require an absolute majority of the total number of board members regardless of the availability of Members.)

Article VI- Finances.

Section 1 — The Treasurer shall deposit all funds of the Club in accounts that are approved by the Board.

Section 2 — Except for expenditures included in the budget approved by the membership, all disbursements in excess of one thousand five hundred (\$1,500) shall be approved by the Board. Checks shall be signed by any two (2) Club officers previously approved as signatories. Persons having charge or control of funds shall give bond as may be required by the Board with the cost of bond to be borne by the Club.

Section 3 — The fiscal year of the Club shall extend from July 1 to June 30.

Section 4 — At the beginning of each fiscal year, the Board shall prepare or cause to be prepared a balanced budget of estimated income and expense for the year. The Board shall assure that there will not be a deficit at the conclusion of any fiscal year unless such deficit has been previously approved by the membership.

Section 5 — Membership dues, project contributions, and meal assessments shall be in advance. Any meals not used by a member at a regular meeting of the Club or by making up attendance at another rotary Club will revert to the Club treasury.

In recognition of years of service, the board has designated certain Members as "Senior Active." Although that category of membership no longer exists, Members so honored may request to be exempted from billing for meals. An exemption must be requested in advance in writing to the Board. Once a meal exemption has been granted, it will remain in effect until terminated by written request to the Board.

Further, the dues will include an amount to pay for the member's subscription to The ROTARIAN magazine. The composition of membership dues, project contributions and the amount thereof may only be changed by the affirmative vote of the membership. Notice of any such proposed changes shall be given to the membership at least thirty (30) days in advance of the vote.

Section 6 — Any assessment over and above those otherwise provided for herein shall only be allowed upon the affirmative vote of the membership.

Article VII - Committees

Section 1 — In addition to any committees appointed from the composition of the Board, the President shall designate at the beginning of his or her term of office those committees deemed necessary for the efficient administration of the Club. The President will appoint the Chairman of each committee.

Section 2 — The committees so created in Section 1 will be grouped in such a way as to fall within one of the following categories:

Club Service I ☐ Club Service II Community Service I Community Service II Vocational

Service☐World Community Service

Section 3 — The President shall designate a member of the Board of Directors to be responsible for each category listed above and to act as board liaison for each of the committees established therein

Section 4 — The President shall be an ex-officio member of all committees and, as such, shall have all the privileges of membership.

Article VIII — Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Club may adopt.

Article IX - Amendment of Bylaws

These bylaws may be amended at any regular meeting, a quorum being present, by two-thirds vote of all members present, provided that notice of such proposed amendment(s) shall have been given to each member at least ten (10) days before such meeting in the manner specified in Article IV, Section 7. No amendment to these bylaws will be made which is not consistent with the Club Constitution and with the Constitution and bylaws of Rotary International.

Last amended by membership vote at regular meeting of March 10, 2010.

Appendix B

Past Presidents of Gresham Rotary

1948-49	Jack Sammons	1987-88	Carl Perkins*
1949-50	Jack Sammons	1988-89	Jim Bybee*
1950-51	Roy Rasmussen	1989-90	Gary Nichols*
1951-52	Don McBain	1990-91	Brian Freeman*
1952-53	Willard Hayne	1991-92	Tom Tutt*
1953-54	John Selling	1992-93	Mel Linn*
1954-55	Stan Webb	1993-94	Bill Hays
1955-56	Al Spawn	1994-95	Steve Wooten
1956-57	Boyd Simmons	1995-96	Randy Draper*
1957-58	Frank Spangler	1996-97	Thom Rosenbarger*
1958-59	Gordon Russell	1997-98	Steve Lewis*
1959-60	Lloyd Weiser	1998-99	Curt Mettler*
1960-61	Seabert Carter*	1999-00	Robin McGregor*
1961-62	Bob Burns	2000-01	Mike Czajka*
1962-63	Curt Straw	2001-02	Terry Lenchitsky*
1963-64	George Casterline*	2002-03	Gene Ann Osterberg*
1964-65	Bill Burgess*	2003-04	Bob Harland*
1965-66	Wes Frazier	2004-05	Mike Miller***
1966-67	Dave Hansen*	2005-06	Tobbe Hennby
1967-68	Bob Ward	2006-07	Tom Graves
1968-69	John Alexander	2007-08	Patton Echols*
1969-70	Bill Hurn	2008-09	Bill Lesh
1970-71	Tros Werth	2009-10	Teresa Bright
1971-72	Fremont Sprowls	2010-11	Chuck Hawkins
1972-73	Roger Shields		
1973-74	Keith Hansen*		
1974-75	Jack Holmes		
1975-76	Dick Tilden*		
1976-77	Terry Hannon		
1977-78	Bob Murray*		
1978-79	Bob Bergeron*		
1979-80	Dan Nash		
1980-81	Terry McCall*		
1981-82	Steve Nicholson*		
1983-84	Stan Morris*		
1984-85	Eric Young*		
1985-86	Jim Casey*		
1986-87	Roger Klahn*		

* Denotes a Paul Harris Fellow

Appendix C

Rotary Club of Gresham Strategic Plan/Vision Facilitation January 30, 2008/August 4, 2010

I. OVERVIEW

This Draft captures much from the self assessment done by the club on Jan 30 2008 as well as the goal brainstorming by the strategic plan committee in the spring of 2008.

- A. The plan needs long term vision statements for the club as a whole and more specifically for each area of service. The long term should be on the order of 5 years or so but not contain implementation steps. The "Objectives" or Key Strategies should be shorter term, 1 to 2 years, and should contain implementation, responsibility and time frame.
- B. Goals of the Long term "vision" type and the shorter term "objective" type should be S.M.A.R.T. -which stands for Specific, Measurable, Attainable, Realistic, Timely.
- C. The Strategic Plan/Vision of the Rotary Club of Gresham should have annual review.
- D. If "Strategic Planning" is not a dynamic process, then it dies.

"I think it is useful to keep prior versions available so that future committees can see where we've been if necessary. But after a while even that becomes more historical than useful. The thing that I take the most personal interest in is that the process moves, reflects the motivation/inspiration of both the club leaders and members and is useful!" – Patton Echols

Update June 2010:

Incoming President Chuck initiated a district sponsored Vision Facilitation. Sixteen Rotarian's participated and came up with a variety of proposals, goals,"wishes etc... This document has been amended to include the results of their work. These amendment's do not replace or retire the previous document. They are to augment, expand upon and update that work.

MISSION STATEMENT

Gresham Rotary is a club dedicated to high ethical standards, to service to our community and to the world with a focus on youth.

Tag line: *Gresham Rotary: Geared to Giving, Ready to Serve*

In 2014, the Rotary club of Gresham is recognized beyond the boundaries of the club

for its service in the local community, region and world and for its contribution to youth. Our local community is well enough informed about our activities that the Gresham Rotary is the "go to" leader, facilitator and convener of service activities in the Gresham area. The club leadership has continuity, driven by sound strategic and operational plans.

Additional CLUB ATTRIBUTES AND GOALS:

- Known in the community for integrity and purpose,
- 100% of the members are actively engaged at the club level.
- Members regularly attend at least 67% of weekly meetings or they make up.
- At least 20% of club members are actively engaged at the district or international level.
- Club membership reflects the diversity of the community in terms of gender, ethnicity, and socio-economical level.
- The club's leadership takes responsibility for ensuring the effectiveness of the club's programs activities through effective follow-up and the systematic assessment of our work.
- The club regularly and systematically assesses the ways in which it generates funds to support its objectives.
- The Club's leadership engages in systematic planning for the future.

II. CLUB ORGANIZATION

In 2014, the Rotary Club of Gresham is organized to provide opportunities to serve through club leadership; to provide continuity of leadership; and transfer of knowledge to each new leader. The organization centers on the Five Avenues of Service: Club Service; Vocational Service; Community Service, International Service, and New Generations Service.

Continuity is achieved by providing that each Board Member and each committee chair has the opportunity to be "mentored" by their predecessor in office in the same manner as the President Elect is mentored by the President.

Note: Strictly speaking, club organization is encompassed by "Club Service." It has a separate section in the plan because it overlaps with and draws from all the other areas of service.

Key Strategies:

A. BOARD Development:

1. Board Members will each be assigned to and assume leadership of an area of service. Implementation: Annually / President.
2. Board Members would also have additional Areas of Service in which they are either preparing to assume responsibility in the following year, or in which they are the prior leader, or both. Implementation: (a)- Annually / President.
3. Strategies 1 and 2 require longer staggered terms for directors. Board

reconfiguration for sufficient members and time in office. Implementation: Bylaw Review Committee/COMMITTEE Development:

4. Committee Chairs for each committee will recruit, select and train their own replacement.
5. Implementation: Annually or per Rotation of chairs / President - Board member - Committee chair.
6. Strategic Plans - The club reviews on an annual basis.

III. CLUB SERVICE

This "Avenue" promotes the development of acquaintance as an opportunity for service. It involves the activities necessary to make the Club function successfully and achieve its goals.

In 2014, The club has grown to **85-90** members reflecting the diversity of our community, bound together by our common vision and camaraderie. We share that vision publicly, plan intentionally, provide continuity to our leadership, retain the strength of our history, enhance the depth of our relationships.

A. Membership:

Key Strategy: The club will increase membership by a net 10% each year.

Implementation: Membership Committee Chair

2010--- goal set at 85-90 members

- 1. Recruitment of new members is considered one of the top priorities for all club members.**
- 2. The percentage of new club members who remain a member is very high (i.e., within twelve months of joining, at least 80% of new members are still members of the club)**

B. Social Activities

Key Strategy: **At least one social activity each month organized with the goal of fellowship.**

Implementation: Social Committee Chair.

C. Club Service Meeting

Key Strategy: Every six weeks the weekly program will focus on committee reports and work sessions for team members.

July 2010 – A survey of club membership requested fewer club assemblies; essential club business shall be conducted during regular club meetings

Implementation: President / Program committee chair / Directors (for individual areas of service)

D. Publicity

Key Strategy: Develop an organized system for reporting on the activities of the club to the local community.

1. A comprehensive communications plan is in place, including web site, social media networks, media relations.
2. Every school crossing will have a caution sign and a Rotary Wheel Symbol.

Implementation: President / Director / Publicity Committee chair

Key Strategy: Ongoing reporting of club activities internally and externally.

1. A systematic and proactive effort to cause local media to acknowledge the existence and purpose of Rotary.
2. In the Outlook, every week there will be an entry entitled "What has Rotary Done For You Lately?"

Implementation: Publicity Committee Chair

IV. GRESHAM ROTARY CLUB FOUNDATION

The Rotary Club of Gresham has established a foundation for the purpose of attracting donations and bequests from a broader segment of the community than would be possible if it were not for the tax exempt nature of the Foundation.

By 2015, the Club's Foundation has an endowment of \$100,000.00 and annual fundraising averages \$50,000.

Key Strategies: Fundraising

Funds raised at major fundraisers will be run through the Foundation and funds allocated to scholarships etc. will be paid out through the foundation.

Foundation donors are tracked per IRS guidelines.

Endowment Funding

Members age 50 and above have considered naming the Club Foundation in their estate.

Policies for allocation of funds to current spending or endowment

Developing Spending / Donation Guidelines

V. VOCATIONAL SERVICE

This area represents the opportunity that each Rotarian has to represent the dignity and utility of one's vocation as an opportunity to serve society. Rotarians promote and foster high ethical standards in business and professions and promote the recognition of the worthiness of all useful occupations.

In 2014, The Rotary Club of Gresham will have active programs for members to participate in the expression and sharing of Rotary principles in our business and personal lives.

Objectives:

1. Formation of Committee and appoint chair. President / V.S. Director

2. Complete Needs Interest survey V.S. Committee
3. Mentor Program (Business or Youth? RCG or Partner?)
4. RCG Support members in Boys Club / Girls Club

2010

1. **The club provides vocational and continuing scholarships for students attending MHCC. Scholarship funding is \$20,000.00 annually.**
2. **Rotaract (at MHCC?) and Interact clubs we supported help in the club's fundraising efforts.**
3. **Rotarians provide internships in their businesses as part of a jobs to college program.**

VI. COMMUNITY SERVICE

This "Avenue" relates to the activities that Rotarians undertake to improve the quality of life in their community. Rotarians strive to promote the ideal of service in their personal, business, and community lives.

In 2014, The Rotary Club of Gresham maintains scholarships, to enhance the quantity of scholarship opportunities and provide the maximum benefit possible with limited resources.

- A. Community Appeals: Grant Program / Ad Hoc grants
- B. Direct Community Service: Goal: to implement a minimum of three "Hands On" community service projects each year. (Hands on as opposed to donation of money only)
- C. Annual Project Survey

Key Strategy: Annually conduct a survey and needs assessment for ongoing and ad hoc community service projects. (Note: The Annual Survey does not preclude the adoption of other projects during the Rotary year, but establishes a planning time frame)

Implementation: Spring or Summer / Community Service Director and Community Service Committee Chairs.

2010

1. **The club provides at least \$10,000.00 annually to community organizations who meet the criteria adopted by the membership.**
2. **During the December holiday season, the Club provides support (in the form of money, donations of items, and of in-kind services) to families identified as in need by a reputable social service organization.**
3. **The Club serves the city by participating in a half-day clean up area at Gradin**

Sports Park twice a year.

- 4. The Club supports the YMCA by participating in a half-day clean-up of Camp Collins once each year.**

VII. INTERNATIONAL SERVICE

In this area, Rotarians strive for the advancement of international understanding, goodwill, and peace through a world fellowship of business and professional persons united in the ideal of service. International Service Projects are designed to meet the humanitarian needs of people in many lands, with particular emphasis on the most underprivileged children and families in developing countries.

In 2014 the Rotary club of Gresham is active in **International** Service through support of The Rotary Foundation and participates with other Clubs around the world in support of their community service projects.

A. The Rotary Foundation

Key Strategy: Achieve 100% participation by club members in contributions to TRF.

Implementation: TRF Chair

B. Water Projects. Rotary International has identified clean drinking water as its next challenge following the eradication of polio.

Key Strategy: To annually participate in one completed project to bring clean drinking water to communities without that resource. "Participation" means by providing funding, planning and execution, international coordination, or any of the above.

Key Strategy: In selecting projects for participation, preference will be given to projects qualifying for TRF matching grants and District Designated Funds matching grants.

Implementation: WCS Director / Committee chair

C. Annual Project Survey.

Key Strategy: Annually conduct a survey and needs assessment for ongoing and ad hoc world community service projects. (Note: The Annual Survey does not preclude the adoption of other projects during the Rotary year, but establishes a planning time frame).

Implementation: Spring or Summer / WCS Director / Project Committees

2010

- 1. The club has a clear understanding of the process for applying for grants so as to benefit from what it contributes to TRF.**
- 2. A committee of grant writers should be formed from among club members.**
- 3. The club provides financial support for the Moringa Tree Project, members understand and can articulate the project.**
- 4. The club is involved in a Microbanking program,**
- 5. The Club actively participates on the District's Youth Exchange Program by**

funding one outbound student and hosting one inbound student each year.

VIII. NEW GENERATIONS SERVICE

1. Strive for younger club members.
2. Increase literacy in the community by 20%
3. The club annually donates dictionaries to every area third grader
4. Interact clubs are involved in helping third graders read at a higher level
5. Sponsor a 4 Way Test contest in area middle schools.
6. Work with the YMCA to create a second Rotary Village.
7. Search for real needs in the community, with or without community acknowledgement.

BYLAWS OF
GRESHAM ROTARY CLUB FOUNDATION.

ARTICLE 1. OFFICES

SECTION 1.1 Principal Office. The principal office of the Corporation in the state of Oregon shall be located at such address as the board of directors deems appropriate. The Corporation may have such other offices, either within or outside the State of Oregon, as the Corporation may from time to time require.

SECTION 1.2 Registered Office. The registered office of the Corporation required by the Oregon Non-Profit Corporation Act to be maintained in the state of Oregon may be, but need not be, identical with the principal office in the State of Oregon, and the address of the registered office may be changed from time to time by the board of directors.

ARTICLE 2. MEMBERS

SECTION 2.1 Annual Meetings. The annual meetings of the members of the Corporation shall be held on the first Wednesday of July of each year, or at such other date or time as determined by the board of directors. The meeting shall be held for the purpose of electing a board of directors to serve for the fiscal year beginning July of each year, considering the report of the Board of Directors indicating the condition of the corporation, and transacting such other business as may properly be brought before the meeting.

SECTION 2.2 Special Meetings. The Corporation shall hold special meetings of the members (a) on call of its board of directors or (b) if the members having 10% of the votes entitled to be cast at such a meeting, who sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting, describing the purposes for which it is to be held. Only business within the purposes described in the meeting notice may be conducted at the special meeting.

SECTION 2.3 Meeting Location. Annual and special meetings of the members shall be held at such place either within or without the State of Oregon as may be designated in the notice of the meeting.

SECTION 2.4 Notice of Meeting. The Corporation shall notify members of the date, time and place of each annual and special shareholders' meeting not earlier than 60 days nor less than 10 days before the meeting date. The notice of a special meeting, but not an annual meeting, must include a description of the purpose or purposes for which the meeting is called. If a members' meeting is adjourned to a different date, time or place, notice need not be given if a new date, time or place is announced at the meeting

before adjournment.

SECTION 2.5 Voting Entitlement. At every meeting of the members, each member shall be entitled to one vote in person or by proxy by signing an appointment form. The appointment form may be signed personally or by the member's attorney-in-fact. An appointment of a proxy is effective when received by the secretary or other officer or agent authorized to tabulate votes. An appointment is valid for eleven (11) months unless a longer period is expressly provided in the appointment form.

SECTION 2.6 Quorum and Voting Requirements. A majority of the votes entitled to be cast on a matter shall constitute a quorum for action on that matter at a meeting. Once a member is represented for any purpose at a meeting, the member is deemed present for quorum purposes for the remainder of the meeting and for any adjournment of that meeting unless a new record date is or must be set for that adjourned meeting. If a quorum exists, action on any matter, other than the election of directors, is approved if the votes cast favoring the action exceed the votes cast opposing the action.

SECTION 2.7 Qualification of Members. Those individuals who participated in the contributions to the fund accumulated by the Gresham Rotary Club and which have been turned over and delivered to this corporation, the same being the present membership of the Gresham Rotary Club, constitute the membership of this corporation. Members of the Gresham Rotary Club who have ceased or shall cease to be members of that organization shall cease to be members of this corporation, and newly admitted members of the Gresham Rotary Club shall become, by virtue of their membership in that organization, members of this corporation, inasmuch as the Gresham Rotary Club has undertaken to collect for the use and benefit of this organization the contributions of the members hereof. There shall be no separate classifications of members of this corporation.

ARTICLE 3. BOARD OF DIRECTORS

SECTION 3.1 Management and Control. The business and affairs of the Corporation shall be managed by its board of directors which may exercise all such powers of the Corporation and do all such lawful acts and things as are not by statute or by the Articles of Incorporation or by these Bylaws directed or required to be exercised and done by the members.

SECTION 3.2 Number and Qualifications. The board of directors shall consist of not less than five (5) but not more than ten (10) directors. The exact number of directors may be fixed or changed periodically by the members or the board of directors. A director need not be a resident of the State of Oregon.

SECTION 3.3 Election and Term. The members shall elect the directors at the first annual meeting and at each annual meeting thereafter. Directors shall be elected by a majority of the members of the corporation entitled to vote in the election at a meeting at which a quorum is present. Members do not have a right to cumulate their votes for directors. The terms of the initial directors of the Corporation shall expire at the first members' meeting at which directors are elected. The terms of all other directors shall expire at the end of their designated term, which shall be either one (1), two (2) or three (3) year terms. Despite the expiration of a director's term, a director continues to serve until that director's successor is elected and qualifies or until there is a decrease in the number of directors. A decrease in the number of directors does not shorten an incumbent director's term.

SECTION 3.4 Removal. The members may remove any director with or without cause. A director may be removed only at a meeting called for the purpose of removing the director and the meeting notice must state that the purpose, or one of the purposes, of the meeting is removal of the director.

SECTION 3.5 Vacancies. If a vacancy occurs in the board of directors, including a vacancy arising due to any increase in the number of directors, the vacancy may be filled by the members, by the board of directors, or, if the directors remaining in office constitute fewer than a quorum of the board, the directors may fill the vacancy by the affirmative vote of a majority of all directors remaining in office. A director elected to fill a vacancy, other than a vacancy arising due to any increase in the number of directors, shall be elected for the unexpired portion of the term of the director's predecessor in office.

SECTION 3.6 Regular and Special Meetings. The board of directors may hold regular or special meetings in or out of the State of Oregon. Regular meetings may be held without notice of the date, time, place or purpose of the meeting, and special meetings must be preceded by at least two (2) days notice of the date, time and place of the meeting.

SECTION 3.7 Participation Through Telecommunications. Any or all directors may participate in a regular or special meeting by, or conduct the meeting through, use of any means of communication by which all directors participating may simultaneously hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.

SECTION 3.8 Quorum and Voting. A quorum of the board of directors shall consist of a majority of the number in office immediately before the meeting begins. If a quorum is present when a vote is taken, the affirmative vote of a majority of directors present is the act of the board of directors. A director who is present at a meeting of the board of directors or a committee of

the board of directors when corporate action is taken is deemed to have assented to the action taken unless:

a) The director objects, at the beginning of the meeting or promptly upon the director's arrival, to holding the meeting or transacting business at the meeting; or

b) The director's dissent or abstention from the action is entered in the minutes of the meeting; or

c) The director delivers written notice of dissent or abstention to the presiding officer of the meeting before its adjournment or to the Corporation immediately after adjournment of the meeting. The right of dissent or abstention is not available to a director who votes in favor of the action taken.

SECTION 3.9 Committees. The board of directors may create one or more committees and appoint members of the board of directors to serve on them. Each committee shall have two or more members, who serve at the pleasure of the board of directors.

SECTION 3.10 Directors - Standard of Conduct. Each director shall discharge the duties of director in good faith, with the care an ordinarily prudent person in a like position would exercise under similar circumstances and in a manner the director reasonably believes to be in the best interests of the Corporation.

SECTION 3.11 Compensation. The board shall have authority to fix the compensation of directors and may also provide that the corporation shall reimburse any one or more of the directors for any expense incurred by the director on account of the director's attendance at any meetings of the board.

ARTICLE 4. OFFICERS

SECTION 4.1 Officers.

a) The officers of the corporation shall include a President, Vice President, Secretary, and Treasurer, and such other officers as the board of directors may appoint.

b) A duly appointed officer may appoint one or more officers or assistant officers if such appointment is authorized by the board of directors.

c) The same individual may simultaneously hold more than one office in the Corporation.

d) Each officer has the authority and shall perform the duties set forth in these Bylaws or, to the extent consistent with the bylaws, the duties prescribed by the board of directors or by direction of an officer authorized by the board of directors to prescribe the duties of other officers.

e) The board of directors may remove any officer at any time with or without cause.

f) The salaries of all officers and agents of the corporation shall be fixed by the board of directors.

g) Officers shall serve for a term of one (1) year.

SECTION 4.2 President. It shall be the duty of the President to preside at all meetings of the board of directors and of the members, to exercise general executive authority over the affairs of the Corporation, and upon authorization of the board of directors to sign all documents made or entered into by or on behalf of the Corporation requiring acknowledgement for and on behalf of the Corporation. The President shall have the power and authority to act for and on behalf of the Corporation in all matters relating to the authorized business of the Corporation upon authorization of the board of directors, the same as if specifically so authorized by the board of directors.

SECTION 4.3 Secretary. The Secretary shall issue all notices of board of directors' and members' meetings, shall record and keep the minutes thereof, shall have charge of the corporate minute books, shall countersign all documents made or entered into by or on behalf of the Corporation requiring acknowledgement for and on behalf of the Corporation. In the absence of the Secretary at any meeting of the members or the board of directors, the minutes may be kept by a temporary secretary appointed for that purpose.

SECTION 4.4 Treasurer. The Treasurer shall have charge of all funds belonging to the corporation and shall keep and deposit the same for and on behalf of the corporation in a bank or banks to be designated by the Board of Directors. The Treasurer shall perform such further and additional duties as the Board of Directors may from time to time prescribe. All funds and properties of the corporation shall be under the supervision of the Board of Directors and shall be handled and disposed of in such manner and by such officers or agents of this corporation as the Board of Directors may by proper resolution authorize from time to time.

SECTION 4.5 Vice-President. The Vice-President, in the absence of the President, or in the case of the President's inability to act or in case it shall be inconvenient for the President to act, shall perform the duties pertaining to the office of President.

SECTION 4.6 Removal. All officer of this corporation shall be subject to removal at any time by a majority vote of the Board of Directors whenever, in their judgment, the best interests of the corporation will be served thereby. No loans shall be made by the corporation to its directors or officers.

ARTICLE 5. ACTION WITHOUT A MEETING

SECTION 6.1 Any action required or permitted to be taken at a meeting of the members or board of directors of the Corporation may be taken without a meeting if the action is taken by all the members entitled to vote on the action or by all members of the Board. The action must be evidenced by one or more written consents describing the action taken, signed by each director, or

by all the members entitled to vote on the action. In the case of members, the consents must be delivered to the Corporation for inclusion in the minutes or for filing with the corporate records. In the case of directors, the consents must be included in the minutes or filed with the corporate records reflecting the action taken. Action taken in this manner is effective when the last member or director signs the consent, unless the consent specifies an earlier or later effective date. A consent signed in this manner has the effect of a meeting vote and may be described as such in any document.

ARTICLE 6. WAIVER OF NOTICE

SECTION 6.1 Written Waiver. A member or director may at any time waive any notice required by the Oregon Non-Profit Corporation Act, the Articles of Incorporation or these Bylaws. The waiver must be in writing and signed by the member or director entitled to the notice, unless the director attends the meeting and does not promptly object. In the case of a member, it must be delivered to the Corporation for inclusion in the minutes or for filing with the corporate records. In the case of a director, the waiver must specify the meeting for which notice is waived and must be filed with the minutes or corporate records.

SECTION 6.2 Member Attendance. A member's attendance at a meeting waives objection to (a) a lack of notice or defective notice unless the member at the beginning of the meeting objects to holding the meeting or transacting business at the meeting, and (b) consideration of a particular matter at the meeting that is not within the purposes described in the meeting notice, unless the member objects to considering the matter when it is presented.

SECTION 6.3 Director Attendance. A director's attendance at or participation in a meeting waives any required notice to the director of the meeting unless the director at the beginning of the meeting, or promptly upon the director's arrival, objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

ARTICLE 7. SIGNING OF CHECKS AND NOTES

SECTION 7.1 Checks, notes and other evidences of indebtedness of the Corporation shall be signed in such manner as the board of directors may from time to time prescribe.

ARTICLE 8. RECORDS AND REPORTS

SECTION 8.1 The Corporation shall keep as permanent records minutes of all meetings of its members and board of directors, a record of all actions taken by the members and board of directors without a meeting and a record of all actions taken by a committee of the board of directors in place of the board of directors on

behalf of the Corporation. The Corporation shall maintain appropriate accounting records and a record of its members and shall keep copies of such other records as required by the Oregon Non-Profit Corporation Act.

ARTICLE 9. INDEMNIFICATION

SECTION 9.1 The Corporation shall indemnify to the fullest extent permitted by the Oregon Non-Profit Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise including (an action, suit or proceeding by or in the right of the Corporation) by reason of the fact that the person is or was a director, officer, employee or agent of the Corporation, or a fiduciary. The right to and the amount of indemnification shall be determined in accordance with the provisions of the Oregon Non-Profit Corporation Act in effect at the time of the determination.

ARTICLE 10. FISCAL YEAR

SECTION 10.1 The fiscal year of the Corporation shall end on June 30.

ARTICLE 11. INTERESTED PARTIES

SECTION 11.1 A director of the Corporation shall not be disqualified for the director's office from contracting with the corporation as vendor, purchaser, or otherwise; nor shall any contract or arrangement entered into by or on behalf of the corporation in which any director is in any way interested be avoided on that account, provided that such contract or arrangement shall have been approved or ratified by a majority of the board of directors without counting in such majority the director so interested, although such director may be counted toward a quorum, or shall have been approved or ratified by the affirmative action of the holders of a majority of the members of the Corporation, and the interest shall have been disclosed or known to the approving or ratifying directors or members.

ARTICLE 12. AMENDMENTS

SECTION 12.1 These bylaws may be amended or repealed by the board of directors.

ARTICLES OF INCORPORATION
OF
GRESHAM ROTARY CLUB FOUNDATION

The undersigned, being over the age of eighteen (18) years and a citizen of the United States, hereby makes and executes the following Articles of Incorporation.

ARTICLE I

Name. The name of this Corporation is the Gresham Rotary Club Foundation and its duration shall be perpetual.

ARTICLE II

Address of Registered Agent. The address of the initial registered office of the Corporation is 200 East Powell Blvd., Suite #200, Gresham, Oregon 97030, and the name of its initial registered agent at such address is Greg L. Mettler.

ARTICLE III

Address for Mailing Notices. The mailing address for the Corporation for notices is PO Box 178, Gresham, Oregon 97030.

ARTICLE IV

Type of Corporation. This corporation is a Public Benefit Corporation.

ARTICLE V

Membership. This corporation shall have members. The members of this corporation at any time shall be those persons who at such time are in good standing of the Gresham Rotary Club, in Gresham, Oregon.

ARTICLE VI

Purposes and Powers. This corporation is and shall remain organized exclusively for education, charitable and scientific purposes that fill human needs, primarily, but not exclusively those of youth and may engage in any lawful activity within the scope of such purposes for which corporations may be organized under the Oregon Nonprofit Corporation Act and the Charitable Trust

and Corporation Act which are consistent with this corporation status as an organization exempt from federal income tax and Section 501(c)(3) of the Internal Revenue Code (and to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code). Without limiting the foregoing, the following are hereby declared to be purposes, powers and authority of this corporation:

A) To create, promote, maintain and conduct a benevolent foundation for the advancement of education, charitable and scientific purposes that fill human needs, primarily, but not exclusively, those of youth;

B) For such purposes, to administer property donated to this corporation;

C) For such purposes, to distribute property in accordance with the terms of gifts, bequests or devices to this corporation or in accordance with determinations by the Board of Directors pursuant to the Articles of Incorporation and the Bylaws of this corporation, including, without limiting the foregoing, donations and awards to other educational, charitable and scientific corporations and persons (corporate or natural);

D) For such purposes, to override specific bequests, conditions and directives of donors if, but only if, its Board of Directors finds that circumstances have changed in such a way as to render execution of any request, condition or directive obsolete, or impracticable;

E) For such purposes, to exercise any and every power granted to nonprofit corporations by the Oregon Non-Profit Corporation Act, subject to the limitation that the exercise of any such power and any act of thing done or performed thereunder be consistent with this corporation status as an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE VII

Limitations. No part of the income or property of this corporation shall inure to the benefit of or be distributable to its directors, officers, members or any other private person: provided, that this corporation shall be authorized and empowered to pay reasonable compensation for any property or services furnished to or on behalf of the corporation and to make payments and distributions in furtherance of the purposes set forth in Article VI herein.

No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for

public office. This corporation is intended to be an organization which (i) is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and (ii) is a public charity. All terms and provisions of these Articles and all operations of this corporation shall be construed, applied and carried out in accordance with such intent. Wherever used in these Articles:

a) "Public Charity" means a qualified charitable organization which is not a private foundation within the meaning of Section 509(a)(1), (2), or (3) of the Internal Revenue Code;

b) "Qualified Charitable Organization" means an organization which is organized for charitable, educational and scientific purposes and qualified as exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code;

c) "Charitable, Educational and Scientific Purposes" means those purposes authorized under Section 501(c)(3) of the Internal Revenue Code which may be accomplished by the corporation as a public charity under the Internal Revenue Code; and

d) Reference to any section of the Internal Revenue Code includes amendments thereto and the corresponding provisions then in effect of any subsequent federal tax laws.

ARTICLE VIII

Distribution of Assets Upon Dissolution. This corporation shall never merge or consolidate with any one or more domestic corporations, or any one or more foreign corporations and one or more domestic corporations, unless the surviving corporation shall be a public charity.

If this corporation is dissolved, such dissolution, whether the transfer of substantially all its assets or otherwise, shall be effected only in such manner as will not cause any tax to be imposed under Section 507(a) of the Internal Revenue Code, and its property then held, after payment or provision for payment of all liabilities, shall be disposed of exclusively for charitable, educational and scientific purposes or to qualified charitable organizations.

ARTICLE IX

Board of Directors. The number of directors constituting the initial Board of Directors shall be seven (7) in number and the names and addresses of those who are to serve as the initial directors are as follows:

Steve Haldors, 3208 NE 155th Ave., Portland, Oregon 97230
Bob Harland, 674 SE 38th Drive, Gresham, Oregon 97080
Tobbe Hennby, 2117 NE Multnomah, Portland, Oregon 97232

Mike Miller, 21178 SE Foster Rd., Boring, Oregon 97009
Gene Ann Osterberg, 1410 NE Park Lane, Fairview, Oregon 97024
Dino Rocha, 2433 SW Laura Ave., Troutdale, Oregon 97060
Alden Stephens, 3001 SE Oxbow Parkway, Gresham, Oregon 97080

ARTICLE X

Incorporators. The names and address of the incorporators and the persons executing these Articles of Incorporation are as follows:

Steve Haldors, 3208 Ne 155th Ave., Portland, Oregon 97230
Bob Harland, 674 SE 38th Drive, Gresham, Oregon 97080
Tobbe Hennby, 2117 NE Multnomah, Portland, Oregon 97232
Mike Miller, 21178 SE Foster Rd., Boring, Oregon 97009
Gene Ann Osterberg, 1410 NE Park Lane, Fairview, Oregon 97024
Dino Rocha, 2433 SW Laura Ave., Troutdale, Oregon 97060
Alden Stephens, 3001 SE Oxbow Parkway, Gresham, Oregon 97080

ARTICLE XI

Limitation of Liability. No director or officer of the Corporation shall be personally liable to the Corporation or its members for monetary damages for conduct as a director or officer; provided, that this Article shall not eliminate the liability of a director or officer for any act or omission for which such elimination of liability is not permitted under the Oregon Non-Profit Corporation act. No amendment to the Oregon Non-Profit Corporation Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director or officer for any act or omission which occurs prior to the effective date of such amendment.

ARTICLE XII

Amendments. These Articles of Incorporation may be amended from time to time in the manner provided by the Oregon Non-Profit Corporation Act, but subject to the limitation that Articles VI & VII shall only be amended to the extent deemed necessary or desirable in order for this corporation to preserve its status as a public charity.

Articles of Incorporation of
GRESHAM ROTARY CLUB FOUNDATION
Page 5

DATED: this _____ day of _____, 2003.

Steve Haldors, Incorporator

Bob Harland, Incorporator

Tobbe Hennby, Incorporator

Mike Miller, Incorporator

Gene Ann Osterberg, Incorporator

Dino Rocha, Incorporator

Alden Stephens, Incorporator

The person to contact about this filing is Greg Mettler, at
(503) 661-5557.