

**The Rotary Club of Nipomo, Inc.,
A California Mutual Benefit Corporation
BY LAWS
October 14, 2020**

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**The Rotary Club of Nipomo, Inc.,
A California Mutual Benefit Corporation
adopts the following as its By-Laws:**

January 1, 2021

Article 1

Section 1.01 Name: The name of this corporation shall be the Rotary Club of Nipomo, Inc.

Section 1.02: The principle office for the transaction of business from one location to another shall be the address of the current secretary.

Section 1.03 Definitions

1. Board: The board of directors of this club.
2. Director: A director on this club's board.
3. Member: A member, other than an honorary member, of this club.
4. Quorum: The minimum number of participants who must be present when a vote is taken: a majority of the club's members for club decisions and a majority of the directors for club board decisions.
5. RI: Rotary International.
6. Year: The 12-month period beginning 1 July.
7. Nominating Committee: A committee comprised of Past Presidents that are still Active Members of the Club, chaired by the current president.

Article 2 : Board

The governing body of this club is its board of directors, consisting of, the president, immediate past president, president-elect, secretary, treasurer, club administration chair, community service chair, international service chair, vocational service chair, youth service chair, foundation chair, membership chair, public image chair, programs chair, and barbeque chair.

Article 3 Elections and Terms of Office

Section 1 – One month before the Annual Meeting, the Nominating Committee will convene to consider recommendations for President Elect, secretary, treasurer, and any open director positions. The nominations will be presented at the Annual Meeting in January.

Section 2 – In the event of multiple candidates for an office, the candidate who receives a majority of the votes is declared elected to that office.

Section 3 — If any officer or board member vacates their position, the remaining members of the board will appoint a replacement.

Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of office for each role are:

President — one year

Treasurer — one year

Secretary — one year

Sergeant-at-arms — one year

club administration chair --one year

community service chair –one year

international service chair –one year

vocational service chair –one year

youth service chair –one year

foundation chair –one year

membership chair –one year

public image chair –one year

programs chair –one year

barbeque chair --one year

Article 4 Duties of the Officers

Section 1 — The president presides at club and board meetings.

Section 2 — The immediate past president serves as a director on the club board.

Section 3 — The president-elect prepares for his or her year in office and serves as a director.

Section 4 — The the immediate past president presides at club and board meetings when the president is absent.

Section 5 — A director attends club and board meetings.

Section 6 — The secretary keeps membership and attendance records.

Section 7 — The treasurer oversees all funds and provides an accounting of them.

Section 8 — The sergeant-at-arms maintains order in club meetings.

Article 5 Meetings

Section 1 — An annual meeting of this club is held no later than 31 January to determine the officers and directors who will serve for the next Rotary year.

Section 2 — This club meets as follows: Every Wednesday @ 7:00 AM. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 — Board meetings are held each month. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

Article 6 Dues

Annual club dues consist of RI per capita dues, subscriptions to an official magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment. They are billed to the members monthly by the club treasurer.

Article 7 Method of Voting

The business of this club is conducted by voice vote or a show of hands. The board may also provide a ballot for a vote on some resolutions or elections.

Any satellite club that is accepted by the club will conform their voting procedures to the club's procedures.

Article 8 Committees

Section 1 — This club's committees comprise those listed in article 3, section 5 (above).

Section 2 — The president is an ex officio member of all committees.

Section 3 — Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

Article 9 Finances

Section 1 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures.

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board, divided into two accounts: one for club operations and one for service projects.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by one other officer.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions.

Section 5 — Club members may request an annual financial statement of the club. Board members will receive an annual financial statement of the club and interim statements as prepared.

Section 6 — The fiscal year is from 1 July to 30 June.

Article 10 Method of Electing Members

Section 1 — A member proposes a candidate for membership to the board and/or the membership committee, or another club proposes one of its transferring or former members.

Section 2 — The board approves or rejects the candidate's membership within 30 days and notifies the proposing member of its decision.

Section 3 — If the board approves the candidate's membership, the general membership is polled for any objections. If there are no objections the prospective member is invited to join the club. If there are any objections the matter is referred back to the board for reconsideration. If the membership is approved over the objections than the prospective member is invited to join the club.

Article 11 Amendments

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 21 days before the meeting, having a quorum present for the vote, and having a 2/3's majority of the votes supporting the change. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

(Confirmed by a unanimous vote by 20 members present on October 14, 2020)