

Bylaws -- Rotary Club of West Ventura County

Reviewed and Approved Effective July 1, 2025

Table of Contents

Article 1 -- Election of Directors and Officers

- Section 1: Election Procedures
- Section 2: Eligibility for Directors
- Section 3: Eligibility for Officers
- Section 4: Vacancy of Directors & Officers
- Section 5: President's Term of Office

Article 2 -- Board of Directors

- Section 1: Governing Body
- Section 2: Board of Directors
- Section 3: Directors' Absences

Article 3 -- Duties of Officers

- Section 1: President
- Section 2: President-elect
- Section 3: Secretary
- Section 4: Treasurer
- Section 5: Immediate Past-President

Article 4 -- Meetings

- Section 1: Annual Meeting
- Section 2: Regular Meetings
- Section 3: Quorum
- Section 4: Board Meetings
- Section 5: Quorum for Board Meetings

Article 5 -- Fees and Dues

- Section 1: Fees and Dues
- Section 2: Membership Dues

Article 6 -- Method of Voting

Article 7 -- Committees

- Section 1: Avenues of Service
- Section 2: Committees
- Section 3: Appointment of Committee Chairperson
- Section 4: President as Ex Officio Member
- Section 5: Standing Committees

Article 8 -- Duties and Goals of Committees

Article 9 -- Leave of Absence

Article 10 -- Finances

- Section 1: Deposit of Funds
- Section 2: Check Signatures
- Section 3: Bond
- Section 4: Fiscal Year
- Section 5: Budget
- Section 6: Treasurer's Reports

Article 11 -- Method of Electing Members

- Section 1: Proposal of Prospective Members
- Section 2: Eligibility
- Section 3: Board Approval
- Section 4: Invitation
- Section 5: New Member Induction
- Section 6: Honorary Members

Article 12 -- Resolutions

- Section 1: Procedures
- Section 2: Continuing Resolutions

Article 13 -- Amendments

Certificate

Bylaws - Rotary Club of West Ventura County

Article 1 -- Election of Directors and Officers

Section 1: *Election Procedures.*

(a) Annually in December, the Club President shall appoint an *ad hoc* nominating committee to develop a slate of officers and directors for the next Rotary year. The nominating committee shall be made up of the President-elect, immediate Past-President, and two (2) additional past-presidents.

(b) At the annual meeting in January, the nominating committee, chaired by the immediate Past-President, shall present to the general membership the slate of proposed nominees for President-elect nominee, Treasurer, and Secretary. At that meeting, nominations may be made from the floor by the general membership.

(c) Voting for officers will take place at the annual meeting in January.

(d) The nominee receiving the majority of votes for President-elect nominee shall be deemed elected and shall be the President-elect nominee. The President-elect nominee shall take the title of President-elect commencing on the first day of July following the election and shall assume office as President on 1 July immediately following that year, i.e., 17 months following the election.

(e) The Secretary and Treasurer shall be deemed elected for a term of one (1) year and take office at the beginning of the Rotary year on the 1st day of July.

(f) Directors are appointed by the President-elect for the coming year by April 1 prior to the next Rotary year. The immediate Past-President is automatically on the Board for the year following his/her presidency.

Section 2: Eligibility for Directors. To be eligible to be a candidate for the Board of Directors on the nominating ballot, a member must have been a Rotarian for at least one (1) year when he/she assumes office.

Section 3: Eligibility for Officers. To be eligible to be a candidate for the office of President-elect, the member must be serving as a director or has served as a director of this Club for at least one year.

Section 4: Vacancy of Directors and Officers. A vacancy on the Board of Directors or any office shall be filled by action of the remaining members of the Board.

Section 5: President's Term of Office. The term of office for a club president is specified as one year in the Standard Rotary Club Constitution. When a successor is not elected, the current president's term can be extended for up to one year.

Article 2 -- Board of Directors

Section 1: Governing Body. The governing body of this club is its Board of Directors, consisting of, at a minimum, the

president, immediate past-president, president-elect, secretary, and treasurer.

Section 2: Board of Directors. The governing body of this Club shall be the Board of Directors, consisting of up to fourteen (14) members of this Club, but not fewer than nine (9) members, namely a minimum of up to five (5) directors and the Club officers, namely the President, President-elect, Secretary, Treasurer, and the immediate Past-President.

Section 3: Directors' Absences. Any director who is absent from four (4) consecutive Board meetings without an excuse acceptable to the club President shall no longer be a director.

Article 3 -- Duties of Officers

Section 1: President. It shall be the duty of the President to preside at meetings of the Club and Board and to perform such other duties as may be prescribed by the Board or *Manual of Procedure*.

Section 2: President-elect. It shall be the duty of the President-elect to serve one year in preparation for service as the Club's President. Additionally, the President-elect shall preside at meetings of the Club or Board in the absence of the President and perform duties as defined in Article 7 of this document. The President-elect is responsible for appointing committee chairs for their coming year and conducting planning meetings prior to the start of the year in office.

Section 3 Secretary. It shall be the duty of the Secretary to assure that the following functions are performed: record the attendance at Board meetings, send out notices of meetings of the Club and Board, record and preserve the minutes of Board meetings, and perform such other duties as usually pertain to the office of secretary.

It shall also be the duty of the Secretary to assure that the following functions are performed in collaboration with the Club Treasurer: keep the records of membership; publish the Club directory annually and issue changes to it as needed; report as required to RI, including the semi-annual reports of membership on 1 January and 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the Club since the start of the July and January semi-annual reporting periods and changes in membership; collect and remit RI magazine subscriptions; and, perform such other duties as assigned by the President.

Section 4: Treasurer. It shall be the duty of the Treasurer to have custody of all funds, accounting for same to the Club annually and at any other time upon demand by the Board; assure that tax returns and other required financial documents are prepared annually; and, perform such other duties pertaining to the office of treasurer. The Treasurer shall turn over to the incoming treasurer or to the President all funds,

books of accounts or any other Club property. The Treasurer shall have fiduciary responsibility for all Club assets.

Section 5: *Immediate Past-President*. It shall be the duty of the Immediate Past-President to be responsible for chairing the Nominating Committees.

Article 4 -- Meetings

Section 1: *Annual Meeting*. An annual meeting of this Club shall be held in January each year, at which time the election of officers and directors shall take place.

Section 2: *Regular Meetings*. Regular meetings of this Club shall usually be held on the second, third, and fourth Tuesdays of each month beginning at 12:00 p.m. and ending no later than 1:15 p.m. At least 3 meetings per month must be scheduled. A change in time and venue may be made at the discretion of the Club President. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

All members, excepting an honorary member or member excused by the Board of Directors of this Club pursuant to Article 9, Section 2 of the Rotary Club Constitution, in good standing in this Club, on the day of the regular meeting, must be counted as present or absent. Club members are encouraged to attend the regular meetings of the Club.

Section 3: *Quorum*. One-third of the membership shall constitute a quorum at the annual and regular meetings of this Club.

Section 4: *Board Meetings*. Regular meetings of the Board shall be scheduled at a time selected by the Club President. Special meetings of the Board shall be called by the Club President whenever deemed necessary or upon the request of two (2) members of the Board, due notice having been given.

Section 5: *Quorum for Board Meetings*. A majority of the elected Board members shall constitute a quorum of the Board.

Article 5 -- Fees and Dues

Section 1: *Fees and Dues*. Fees and membership dues shall be set annually by the Board of Directors and shall be recorded in the Club's *Continuing Resolutions*.

Section 2: *Membership Dues*. The membership dues shall be paid in advance, quarterly on the last day of September, December, March, and June.

Article 6 -- Method of Voting

The business of this club shall be conducted by voice vote or a show of hands except in the election of officers and directors, which is conducted by ballot. The Board may also provide a ballot for a vote on some resolutions.

Article 7 -- Committees

Section 1: *Avenues of Service*. The five Avenues of Service, reflecting the philosophical and practical framework for this

Rotary Club, are Club Service, Vocational Service, Community Service, International Service, and Youth Service.

Section 2: *Committees*. Club committees are charged with carrying out the annual and long-range goals of the Club based on the five Avenues of Service. The President, President-elect, and Immediate Past-President should work together to ensure continuity of leadership and succession planning.

Section 3: *Appointment of Committee Chairpersons*. Prior to assuming the office of President, the President-elect is responsible for appointing committee chairs for their coming year and conducting planning meetings prior to the start of the year in office. It is recommended that the chairs have previous experience as a member of Club committees.

Section 4: The club president shall be considered an *ex officio* member of all committees.

Section 5: *Standing Committees*. Standing committees should be appointed as follows:

- Membership

The Membership Chairperson should develop and implement a comprehensive plan for the recruitment and retention of members. The chairperson may form a subcommittee to assist in these efforts. The chair of this committee shall be appointed by the President. The chair shall report to the President.

- Club Service

The Club Service Chairperson will be responsible for the activities and fellowship of the Club meetings and social activities. These include the meeting assignments (Channel Islands Duties) and planning social and networking events. The chair of this committee shall be appointed by the President. The chair shall report to the President.

- Community Service

The Club Service Chairperson should develop and implement ~~and~~ humanitarian and other projects that address the needs of its community. The chairperson may form a subcommittee to assist in these efforts. The chair of this committee shall be appointed by the President and shall report to the President.

- International Service

The International Service Chairperson shall propose and administer projects involving projects outside the United States borders, including Rotary Foundation grants. The chair of this committee shall be appointed by the President. The chair shall report to the President.

- Youth Service Chairperson

The Youth Service Chairperson shall administer projects dealing with youth activities, including coordinating with sponsored Interact and Rotaract Clubs, youth activities, and scholarship awards. The chair of this committee shall be appointed by the President. The chair shall report to the President.

- Vocational Service

The Vocational Service Chairperson shall administer projects that encompass promotion of careers and the vocations of each

member of the Club. Projects may include career days and member craft talks. The chair of this committee shall be appointed by the President. The chair shall report to the President.

- **The Rotary Foundation Chairperson**

This chairperson should develop and implement plans to support the Rotary Foundation through both financial contributions and program participation. The Rotary Foundation Chair shall also promote and administer the PHD program as detailed in the *Continuing Resolution*.

Section 2: Other Committees. At the discretion of the Board, any committees that are required to effectively meet the services and fellowship needs of the Club may be constituted.

Article 8 – Duties and Goals of Committees

Duties

The duties of all committees shall be established and reviewed by the President for his or her Rotary year. In declaring the duties of each, the President shall refer to appropriate RI materials.

Goals

Each committee shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each year for implementation during the course of the year. It shall be the primary responsibility of the President-elect to provide the necessary leadership to prepare a recommendation for Club committees, mandates, goals, and plans for presentation to the Board in advance of the commencement of the year as noted above.

Article 9 -- Leaves of Absence

Upon written application to the Board, in accordance with the Club's *Continuing Resolutions*, setting forth good and sufficient cause, leaves of absence may be granted, excusing a member from attending the meetings of the Club for a specified length of time, as specified in the *Continuing Resolutions*.

Article 10 -- Finances

Section 1: Deposit of Funds. Club members will be billed quarterly in advance by the Treasurer for dues and other charges related to the Club. The Treasurer shall deposit all funds in a bank named by the Board. The Club's financial reports shall show the Club funds related to Club operations.

Section 2: Check Signatures. All bills shall be paid only when approved by the officers or directors of the Club. The bank reconciliation is to be done on a monthly basis by the Club Treasurer and verified at year end by a certified public accountant or other qualified person other than the treasurer.

Section 3: Bond. Officers having charge or control of funds shall give bond as may be required by the Board for the safe custody of the funds of the Club; costs of bond are to be borne by the Club. The bonding provided by District 5240 shall suffice for this purpose.

Section 4: Fiscal Year. The fiscal year of this Club shall extend from 1 July to 30 June and for the collection of members' dues shall be divided into two (2) semi-annual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the Club on those dates.

Section 5: Budget. Prior to the beginning of each fiscal year, the Treasurer along with an *ad hoc* Budget Development Committee shall prepare or cause to be prepared a budget of estimated income and expenditures for Club operations for the year, which shall stand as the limit of expenditures for these purposes unless otherwise ordered by action of Board.

Section 6: Treasurer's Reports. Club members will receive an annual financial statement of the club for the previous year at the annual meeting. Club members shall also receive a mid-year financial report, including income and expenses of the first six months of the current year, at a meeting held by 31 January.

Article 11 -- Method of Electing Members

Section 1: Proposal of Prospective Members. The name of a prospective member, proposed by an active member of the Club, shall be submitted to the Board by the Membership Chairperson in writing via the new member proposal form. The transfer of a former member of another Rotary Club may be proposed to active membership by the former Club or upon request of the Rotarian wishing transfer.

Section 2: Eligibility. The Board shall ensure that the proposal meets all membership requirements of the Club.

Section 3: Board Approval. The Board shall approve or disapprove the proposal within ten (10) days of its submission and shall notify the proposer through the Membership Chair of its decision.

Section 4: Invitation. If the decision of the Board is favorable, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership and invited to join the Club preferably by his/her sponsor.

Section 5: New Member Induction. Following the election, the Membership Chairperson shall arrange for the new member's induction and new member literature. In addition, the Secretary shall report the new member information to RI.

Section 6: Honorary Members, The Club may elect Honorary Members proposed by the Board in accordance with the standard Rotary Club Constitution,

Article 12 -- Resolutions

Section 1: Procedures. The Club shall not consider any resolution or motion to commit this Club on any matter until the Board has deliberated upon such and made its recommendation. Such resolutions or motions, if offered at a Club meeting, shall be referred to the Board.

Section 2: *Continuing Resolutions*.

(a) *Purpose*: To ensure continuity in policies and procedures from one year to the next and from one Board of Directors to the next. The *Continuing Resolutions* will reflect and seek to preserve the history of policies and traditions established by preceding Boards that otherwise could be lost in the changeover by succeeding Boards. The *Continuing Resolutions* do not replace or take precedence over these bylaws.

(b) *Review and Adoption*: In June of each year, the outgoing Board of Directors shall review the *Continuing Resolutions* to determine if they reflect the policies of the current membership. Following the review, the Board shall make recommendations to the incoming Board regarding any further amendments. The newly constituted Board of Directors will review the recommendations of the previous Board and adopt the *Continuing Resolutions* for the Rotary year. The actions of the Board in reviewing and amending the continuing resolutions shall be recorded in the approved minutes of the Board.

Article 13 -- Amendments

These bylaws may be amended at any regular 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 two-thirds of the votes support 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.

CERTIFICATE

The undersigned, being the duly elected Secretary of the Rotary Club of West Ventura County, California, does hereby certify that the bylaws are true and correct and were reviewed and approved by the Board of Officers and Directors on that date.

Gary Davis

Date: September 23, 2025

Secretary