

# CONSTITUTION

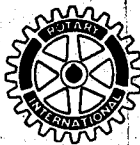
and

## BY-LAWS

Constitution of the Rotary Club as adopted and  
prescribed by Convention.

By-laws of the Rotary Club as recommended.

Constitution and By-laws of Rotary International  
as adopted by Convention.



Pamphlet No. 12

July, 1960

WE, THE OFFICERS OF  
THE ROTARY CLUB OF  
*South Portland*

DO HEREBY CERTIFY THAT  
THIS CONSTITUTION AND  
THESE BY-LAWS HAVE BEEN  
ADOPTED BY THIS CLUB

*Richard F. Kilroy*  
PRESIDENT

*Ronald C. Drupp*  
SECRETARY

### ROTARY INTERNATIONAL

EVANSTON, ILLINOIS, U. S. A.

ZURICH, SWITZERLAND

LONDON, ENGLAND

# CONSTITUTION

*and*

# BY-LAWS

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Pamphlet No. 12

July, 1960

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## ROTARY CLUB CONSTITUTION

(as adopted and prescribed  
by Convention)

## ROTARY CLUB BY-LAWS

(as recommended)

## CONSTITUTION AND BY-LAWS OF ROTARY INTERNATIONAL

(as adopted by Convention)

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must be completed by Club.  
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# † Constitution of the Rotary Club

of

→ South Portland / - Cape Elizabeth  
Maine 4/10/67

## Article I

### Name

→ The name of this organization shall  
be Rotary Club of South  
Portland-Cape Elizabeth  
(Member of Rotary International)

Third. The application of the ideal  
of service by every Rotarian to his  
personal, business and community life;

Fourth. The advancement of inter-  
national understanding, good will, and  
peace through a world fellowship of  
business and professional men united  
in the ideal of service.

## Article II

### Territorial Limits

→ SECTION 1—The territorial limits of  
this club are as follows:

South Portland  
Cape Elizabeth

(Note: These territorial limits are under-  
stood to include the immediately tributary rural  
territory for which the community in which  
the club is located is the principal banking,  
trading and shipping center.)

## Article III

### Object

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

First. The development of acquaint-  
ance as an opportunity for service;

Second. High ethical standards in  
business and professions; the recog-  
nition of the worthiness of all useful  
occupations; and the dignifying by  
each Rotarian of his occupation as an  
opportunity to serve society;

†The by-laws of Rotary International,  
adopted at the convention in Los Angeles,  
California, U. S. A., June 6, 1922, require  
that each Rotary club thereafter organized  
shall adopt this prescribed standard consti-  
tution.

## Article IV

### Meetings

SECTION 1—This club shall meet  
regularly once each week on the day  
and at the time provided in the by-  
laws, provided that in an emergency,  
or for good cause, the board of direc-  
tors of the club may change the reg-  
ular meeting of any week to a different  
day of the same week or to a different  
hour of the regular day, or to a differ-  
ent place, or cancel the regular meeting  
of any week when it falls on a legal  
holiday, or because of the death of  
the club president or an epidemic or  
a disaster affecting the entire com-  
munity.

SECTION 2—An annual meeting for  
the election of officers of this club  
shall be held not later than the thirty-  
first day of March in each year as  
provided in the by-laws of this club.

DEC \*

## Article V

### Membership

SECTION 1—Kinds. There are four  
kinds of membership, namely: active,  
senior active, past service, and hon-  
orary.

**SECTION 2—Active Membership.** Each active member shall be an adult male person of good character and good business or professional reputation—

(a) engaged as proprietor, partner, corporate officer, or manager of any worthy and recognized business or profession;

or

(b) holding an important position in an executive capacity with discretionary authority in any worthy and recognized business or profession;

or

(c) acting as the local agent or branch representative of any worthy and recognized business or profession, having charge of such agency or branch in an executive capacity;

and

personally and actively engaged, within the territorial limits of this club, in the business or profession in which he is classified in the club and having his place of business located therein.

**SECTION 3—Classifications.** (a) Each active member of this club shall be classified in accordance with his business or profession.

(b) The classification of each active member shall be that which covers the principal and recognized activity of the firm, company or institution with which he is connected, or if he be independently engaged in a business or profession, his classification shall be that which covers his principal and recognized business or professional activity.

(c) *How Corrected.* The board, in its discretion, may correct or adjust the classification of any member, whose

membership has not terminated, if the circumstances warrant such action. Due notice of such proposed correction or adjustment shall be given to the member and he shall be allowed a hearing thereon.

**SECTION 4—Limitations.** The active membership shall consist of but one man from each classification of business or profession, excepting the newspaper classification, and excepting the provision for an additional active member as provided in Sections 5 and 6 of this Article.

**SECTION 5—Additional Active Member.** Any active member of this club may propose for and the club may elect to active membership one additional man from the concern or establishment with which the proposer is connected, whose classification shall be the same as that of the proposer. The qualifications of such additional member shall be those required for active membership. An additional active member is in all respects an active member except that his membership terminates with the termination of the active membership of the active member who proposed him.

\* **SECTION 6—Newspaper Classification.** Representatives of more than one newspaper published within the territorial limits of this club may be eligible to active membership under the same classification, provided that they otherwise possess the qualifications for active membership.

\* **SECTION 7—Public Office Holder.** Persons elected or appointed to public office for a specified time only shall not be eligible to active membership in this club under the classification of such office. This shall not apply to persons holding a position or office in schools, colleges or other institutions of learning.

\* Amended 1974

**SECTION 8—Local Preference.** No man engaged as the local agent or branch representative of an outside concern shall be eligible to active membership when a suitable applicant may be available whose principal place of business is within the territorial limits of this club.

**SECTION 9—Senior Active Membership.** (a) Any active member of this club

(1) who now is and has been an active member of this or other clubs for a total of fifteen or more years,

or

(2) who is of the age of sixty-five or more after having been an active member of one or more clubs for a total of five or more years,

or

(3) who is a present or a past officer of Rotary International,

or

any past service member of this club who had been an active member of this club and who, at the time he ceased to be an active member of this club, had the qualifications for senior active membership as hereinbefore set forth,

may, at his option, become a senior active member of this club by notifying the secretary in writing.

(b) This club may, at its option, elect to senior active membership in this club any former active member of any club, who was eligible to senior active membership, at the time he ceased to be an active member of a club, provided such former member resides within the territorial limits of this club or within the surrounding area.

(c) A senior active member shall have all the rights, privileges and responsibilities of an active member except that

(1) he shall not be considered as representing a classification; and

(2) he shall not have the right to propose an additional active member.

This club may admit to membership a qualified person in the classification of business or profession in which such senior active member may be engaged.

**SECTION 10—Past Service Membership.** (a) A former active member of a club whose active membership was terminated because of his retirement from active business or professional life, may be elected a past service member in this club provided he has been an active member in one or more clubs for five or more years. Such former member may be elected to past service membership at the time of, or at any time after, the termination of his active membership, provided he has all the other qualifications of a past service member. If his retirement from business or professional life occurs after he has ceased to be a member of a Rotary club, he is not eligible to past service membership. He must reside and continue to reside within the territorial limits of this club or within the surrounding area.

(b) A past service member shall have the rights, privileges and responsibilities of an active member except that

(1) he shall not be considered as representing a classification,

(2) he may not exercise the option to become a senior active member (except as provided in Section 9 (a) of this Article),

(3) he does not have the right to propose an additional active member.

#### SECTION 11—*Honorary Membership.*

(a) A male person who resides within or who has resided within the territorial limits of the club and who has distinguished himself by meritorious service in the furtherance of Rotary ideals there or elsewhere may be elected to honorary membership in the club.

(b) Honorary members shall be exempt from payment of admission fees and dues, shall have no vote and shall not be eligible to hold any office in the club; shall have no interest in any property of the club; shall not be considered as representing a classification, but shall be entitled to attend all meetings and enjoy all other privileges of the club. No honorary member of this club is entitled to any rights or privileges in any other club.

### Article VI

#### Officers and Directors

SECTION 1—The governing body of this club shall be a board of directors to be constituted as the by-laws of the club may provide.

SECTION 2—Except as herein otherwise specifically provided the decision of the board in all club matters shall be final, subject only to an appeal to the club. The board shall have general control over all officers and committees and may, for good cause, declare any office vacant. It shall constitute a board of appeal from the rulings of all officers and actions of all committees. Appeal may be taken from any decision of the board to the club. On such appeal the decision appealed from shall be reversed only by a two-thirds vote of the members present, at

a regular meeting specified by the board, a quorum being present, notice of such appeal having been given by the secretary to all members of the club at least five days previous to such meeting.

SECTION 3—The officers of this club shall be a president, one or more vice-presidents, all of whom shall be members of the board, and a secretary, a treasurer, and a sergeant-at-arms, any or all of whom may or may not be members of the board as the by-laws of the club shall provide.

SECTION 4—Each officer shall take office on the first day of July following his election and shall hold office for the period of his election or until his successor has been elected and qualified.

Each officer and each director shall be an active (including additional active), senior active, or a past service member in good standing of this club.

### Article VII

#### Admission Fees and Dues

SECTION 1—Every active, senior active, and past service member of this club shall pay as an admission fee and as annual dues such sums as may be prescribed in the by-laws of this club except that a senior active or past service member who has held active membership in this club shall not be required to pay a second admission fee.

### Article VIII

#### Duration of Membership

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

SECTION 2—*How Terminated.* (a) Active membership shall automatically terminate if, and when, an active member ceases to be personally and actively engaged within the territorial limits of the club in the classification of business or profession under which he is classified in the club or ceases to have his place of business therein, or his connection with his business establishment is severed.

(b) The membership of an additional active member shall automatically terminate with the termination of the membership of the active member who proposed him, or in the event such active member becomes a senior active member of this club. If such additional active member is promptly reelected to active membership in this club, he shall not be required to pay a second admission fee.

(c) Senior active membership shall automatically terminate if, and when, an elected senior active member ceases to reside within the territorial limits of this club or within the surrounding area. This provision does not apply to one who has become a senior active member at his own option.

(d) Past service membership shall automatically terminate if, and when, a past service member reenters active business or professional life, or if, and when, he ceases to reside within the territorial limits of this club or within the surrounding area.

(e) Honorary membership shall automatically terminate on the thirtieth day of June next after the date of election. However, the board in its discretion may, by resolution, from year to year continue such honorary membership for the ensuing year. Such honorary membership may be continued by the board although the person so elected has ceased to reside within the territorial limits of the club.

SECTION 3—*How to Rejoin.* When the membership of an active member has terminated as provided in the foregoing Section 2, such person may make new application for membership, under the same classification or another classification. Such application shall be considered, before any other, for membership under the classification in which he applies. If elected to membership, he shall not be required to pay a second admission fee.

SECTION 4—*Termination—Non-payment of Dues.* Any member failing to pay his dues within thirty (30) days after the prescribed time shall be notified in writing by the secretary at his last known address. If the dues are not paid on or before ten (10) days from the date of notification said membership shall automatically terminate.

Such former member, at the discretion of the board, may be reinstated to membership upon his petition, and upon the payment of all his indebtedness to the club, provided that no former member can be reinstated to active membership if his former classification has been filled.

SECTION 5—*Termination—Non-attendance.* (a) The membership of any active, senior active, or past service member except as provided in this Article, who is absent from four consecutive regular weekly meetings of this club shall automatically terminate, unless such absence is made up as hereinafter provided, or he is excused by the board for good and sufficient reason.

Any member absent from a regular meeting of this club may make up such absence by attendance at a regular meeting of any other Rotary club on any of the six days immediately preceding the day of absence, on the day of the absence itself, or

on any of the six days immediately following the day of absence and be given full credit for attendance in this club, provided notice of such attendance is given to this club by the secretary of the club visited or the member may make his own report.

In the event an active, senior active, or past service member of this club presents himself at the regular time and place of meeting of any other club for the purpose of attending the meeting of such club, and such club has omitted, postponed, or changed the time or place of its meeting for said week, then such member shall be credited with attendance by this club for the week for which he would be entitled to credit had such meeting been held at the regular time and place, provided notice of such circumstances is given to this club by the secretary of the club visited or the member may make his own report.

Any active, senior active, or past service member of this club who is serving as an officer of Rotary International, or a committeeman of Rotary International, or as a special representative of the district governor, or who is in the employ of Rotary International absent from a regular meeting of this club on Rotary business shall be credited with attendance at such meeting missed while on such business, provided notice of such circumstances is given to this club by the member.

Any active, senior active, or past service member of this club absent from a regular meeting of this club while traveling with reasonable directness to or from a convention of Rotary International, an international assembly, a Rotary institute for past and present officers of Rotary International, a Rotary regional conference, a Rotary International committee meeting, a Rotary district conference,

a district Rotary information institute, a Rotary district assembly, or a regularly announced intercity meeting of Rotary clubs shall be credited with attendance at such regular meeting of this club, provided notice of such circumstances is given to this club by the member.

Any active, senior active, or past service member of this club absent from a regular meeting of this club who attends a convention of Rotary International, an international assembly, a Rotary institute for past and present officers of Rotary International, a Rotary regional conference, a Rotary International committee meeting, a Rotary district conference, a district Rotary information institute, a Rotary district assembly, or a regularly announced intercity meeting of Rotary clubs, on any of the six days immediately preceding the day of absence, on the day of absence itself, or on any of the six days immediately following the day of absence shall be credited with attendance at such regular meeting of this club, provided notice of such attendance is given to this club by the member.

(b) The membership of any active, senior active, or past service member, except as hereinafter provided, whose percentage of attendance is less than sixty per cent during the first or second six months of the club's fiscal year shall automatically terminate, unless he is excused by the board for good and sufficient reason.

(c) Any senior active or past service member who, because of protracted ill health or impairment, is physically unable to comply with the provisions of this section may, during the period of its continuance, upon application to the board, be excused from complying with attendance requirements and his absence shall not be computed in the attendance record of the club.

(d) Any senior active or past service member who has been a member of one or more Rotary clubs for in the aggregate twenty years or more, and has reached the age of sixty-five years, may notify the secretary in writing of his desire to be excused from complying with attendance requirements. If approved by the board such member's attendance or absence shall not be computed in the attendance record of the club.

**SECTION 6—Termination for Other Causes.** (a) The membership of any member who shall cease to have the qualifications for membership in this club may be terminated by the board by the votes of not less than two-thirds of the members thereof, at a meeting called for that purpose.

(b) The membership of any member may be terminated by the board, for a reason which the board may deem to be sufficient, by the votes of not less than two-thirds of the members thereof, at a meeting called for that purpose.

(c) In either case (a) or (b) the member shall be given at least ten days' notice in writing of such pending action and an opportunity to submit to the board a written answer. He shall also have the privilege of appearing before the board to state his case. Service of such notice shall be made by personal delivery or by registered letter to his last known address.

(d) In case of a decision to terminate membership the secretary shall, within seven days after the date of the board's decision, notify the member in writing of the decision of the board. Such member may, within fourteen days after the date of such notice, give written notice to the secretary of his intention either to appeal to the club or to arbitrate as

provided in Article XII of this constitution. In the event he appeals, the board shall set a date for the hearing of the appeal at a regular meeting of the club, to be held within twenty-one days after the receipt of such written notice of appeal. At least five days' notice of such club meeting and its special business shall be given in writing to every member of the club, and only members of the club shall be permitted to be present when such appeal is considered at such meeting.

(e) When the board has terminated the membership of an active member as provided for in this Section, the club shall not elect a new member under his former classification until the time for hearing the appeal, if any, has expired and the club's decision or the decision of the arbitrators has been announced.

(f) The action of the board shall be final if no appeal to the club is taken and no arbitration is requested. If an appeal is taken, the action of the club shall be final.

**SECTION 7—Resignation.** The resignation of any member from this club shall be in writing (addressed to the president or secretary) and shall be accepted by the board, provided that all indebtedness of said member to the club has been paid.

**SECTION 8—Property Interest—Forfeiture of.** Any person whose membership in this club has been terminated in any manner shall forfeit all interest in any funds or other property belonging to the club.

## Article IX Public Affairs

**SECTION 1—**The general welfare of the community is of concern to the members of this club and the merits of any public question involving such



welfare may be fairly and intelligently studied and discussed before a club meeting for the enlightenment of its members in forming their individual opinion. However, this club shall not express an opinion on any pending controversial public measure.

SECTION 2—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.

### Article X

#### Official Publication

SECTION 1—By acceptance of active, senior active, or past service membership in this club such member voluntarily becomes a subscriber to the monthly publication of Rotary International. His subscription shall be handled in six-month periods and shall continue as long as he is a member of the club and to the end of any six-month period during which he may cease to be a member of the club.

SECTION 2—The amount of the subscription shall be collected by the club from each member, semi-annually in advance. The secretary shall enter such subscriptions and amounts so collected in a special subscription account and remit to Rotary International.

SECTION 3—The board of directors of Rotary International may prescribe this standard club constitution without this Article for the use of clubs outside of the United States of America and Canada.

### Article XI

#### Acceptance of Object and Compliance with Constitution and By-Laws

A member by payment of his admission fee and dues thereby accepts

the principles of Rotary as expressed in its object and submits himself to and agrees to comply with and be bound by the constitution and by-laws of this club, and on these conditions alone is entitled to the privileges of the club. No member shall be absolved from the observance of the constitution and by-laws on the plea that he has not received a copy of them.

### Article XII

#### Arbitration

Should any dispute arise between any member or members, or a former member or members, and the club, or any officer or the board of the club, relative to membership or to any alleged breach of the constitution or by-laws, or the expulsion of any member from the club, or on any account whatsoever which cannot be satisfactorily settled under the procedure already provided for such purpose, the matters in difference shall be settled by arbitration. Each party shall appoint an arbitrator and the arbitrators shall appoint an umpire. The decision arrived at by the arbitrators, or, in the event of their disagreement, by the umpire, shall be final and binding on all parties.

### Article XIII

#### By-Laws

SECTION 1—This club shall adopt by-laws not inconsistent with the constitution and by-laws of Rotary International (and the rules of procedure for an area administration where established) and with this constitution, embodying additional provisions for the government of this club. Such by-laws may be amended from time to time as therein provided.

### Article XIV

#### Amendments

SECTION 1—*Time.* This constitution, except in an emergency as provided for in the by-laws of Rotary International, and except as provided in Section 4 of this Article, may be amended only at a convention of Rotary International, held in an even-numbered year, by a majority vote of the electors present and voting at the time such amendments are submitted to the convention.

SECTION 2—*Who May Propose.* Amendments to this constitution, except as provided in Section 4 of this Article, may be proposed only by a club, by a district conference, by the general council or the conference of Rotary International in Great Britain and Ireland, by the council on legislation, or by the board of directors of Rotary International.

SECTION 3—*Procedure.* Any proposal to amend this constitution shall be delivered to the general secretary of Rotary International not later than the first day of April in the year preceding the date of opening of the meeting of the council on legislation.

The general secretary of Rotary International shall mail a copy thereof to the secretary of each club by the first day of August in the Rotary year in which the council on legislation and the convention are to consider legislation.

The general secretary of Rotary International shall transmit directly to the council all duly proposed amendments.

The council shall consider each such duly proposed amendment and any proffered amendment thereof and report to the convention its recommendation for action thereon.

SECTION 4—Article I (Name) and Article II (Territorial Limits) of this constitution may be amended at any regular meeting of this club, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed to each member at least ten (10) days before such meeting, and provided further, that such amendment shall be submitted to the board of directors of Rotary International for its approval and shall become effective only when so approved.

## RECOMMENDED CLUB BY-LAWS

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NOTE: These by-laws are recommended only and may be changed by any Rotary club to meet its own conditions, provided such changes are not out of harmony with the club constitution or with the constitution and by-laws of Rotary International. If any doubt exists, the proposed changes should be submitted to the general secretary of Rotary International for the consideration of the board of directors of Rotary International. (Where alternative plans are provided in these by-laws, only one of the alternatives is to be adopted by the club. The text of the other should be crossed out.)

## By-Laws of the Rotary Club of

South Portland, Cape Elizabeth, Maine

## Article I

Election of Directors and Officers<sup>1</sup>

SECTION 1—At a regular meeting one month prior to the meeting for election of officers nominations shall be called for by the presiding officer for candidates for the board of directors; any number of nominations may be made by the members from the floor. These nominations shall be placed upon a ballot and voted for at the annual meeting and the candidates securing the highest number of votes shall be declared elected.

SECTION 2—The board of directors-elect shall meet within one week after the annual meeting and shall elect from its membership a president, and one or more vice-presidents. At this same meeting, the board of directors-elect shall elect a secretary, a treasurer and a sergeant-at-arms, any and all of whom may or may not be members of the board. If not members of the board, however, the secretary and the treasurer, when so elected, shall become ex officio members of the board with such responsibilities and privileges of membership thereon as the board may determine.

<sup>1</sup>Note: In the procedure for election of officers and directors, provision for continuity on the board may be incorporated.

(Note:—The following two sections are given as an alternative plan which may be adopted instead of that given above. Cross out the sections not adopted.)

## Article 1—Alternative Plan

SECTION 1—At a regular meeting one month prior to the meeting for election of officers the presiding officer shall ask for nominations by members of the club for president, vice-president, secretary, treasurer and two members of the board of directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both, as the club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president, vice-president, secretary and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The two candidates for directors receiving a majority of the votes shall be declared elected as directors.

SECTION 2—The officers and directors, so elected, together with the immediate past president shall constitute the board of directors. Within one week after their election the board of directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

SECTION 3—A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

## Article II

## Board of Directors

SECTION 1—The governing body of this club shall be the board of directors, elected in accordance with Article I, Section 1, of these by-laws.



(Note:—If the alternative plan in Article I has been adopted, it is necessary to adopt the following alternative plan in this Article. Cross out the section not adopted.)

### Article II—Alternative Plan

SECTION 1—The governing body of this club shall be the board of directors, consisting of seven members of this club, namely two directors elected in accordance with Article I, Section 1, of these by-laws, the president, vice-president, secretary, treasurer and the immediate past president.

### Article III

#### 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 ordinarily pertain to his office.

SECTION 2—*Vice President.* It shall be the duty of the vice president to preside at meetings of the club and board in the absence of the president and to perform such other duties as ordinarily pertain to his office.

SECTION 3—*Secretary.* It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to Rotary International, including the semi-annual reports of membership, which shall be made to the general secretary of Rotary International on January 1st and July 1st of each year, the report of changes in membership, which shall be made to the general secretary of Rotary International, the monthly report of attendance at the club meetings which shall be made to the district governor immediately following the last meeting of the month, collect and remit to Rotary International subscriptions to THE ROTARIAN, and perform such other duties as usually pertain to his office.

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 and to perform such other duties as pertain to his office. Upon his retirement from office he shall turn over to his successor or to the president all funds, books of accounts or any other club property in his possession.

SECTION 5—*Sergeant-at-Arms.* The duties of the sergeant-at-arms shall be such as are usually prescribed for his office and such other duties as may be prescribed by the president or the board.

### Article IV Meetings

SECTION 1—*Annual Meeting.*<sup>1</sup> An annual meeting of this club shall be held on the fourth Wednesday

in each year, at which time the election of directors to serve for the ensuing year shall take place.

(Note: It will be necessary to adopt the following alternative plan if the alternative plan in Article I has been adopted. Cross out the section not adopted.)

### Article IV—Alternative Plan

SECTION 1—*Annual meeting.*<sup>1</sup> An annual meeting of this club shall be held on the fourth Wednesday of March

in each year at which time the election of officers and directors to serve for the ensuing year shall take place.

<sup>1</sup>Note: Art. IV, Sec. 2 of the Standard Club Constitution provides that "An annual meeting for the election of officers of this club shall be held not later than the thirty-first day of March in each year as provided in the by-laws of this club."

SECTION 2—The regular weekly meetings of this club shall be held on Wednesday (day) at 6:15 (time)

Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

SECTION 3—One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

SECTION 4—Regular meetings of the board shall be held on First Wednesday each month

of each month. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two members of the board, due notice having been given.

SECTION 5—A majority of the board members shall constitute a quorum of the board.

### Article V Fees and Dues

SECTION 1—The admission fee shall be \$ 25.00 to be paid before the applicant can qualify as a member.

SECTION 2—The membership dues shall be \$ 5.00 per annum, payable semi-annually on the first day of July and of January, with the understanding that one dollar (\$1.00) of each semi-annual payment shall be applied to each member's subscription to THE ROTARIAN magazine.

(Note: The subscription price of THE ROTARIAN in countries where the minimum postal rate does not prevail is \$2.50 United States currency per annum.)

### Article VI Method of Voting

The business of this club shall be transacted by *viva voce* vote except the election of officers and directors which shall be by ballot.

### Article VII Committees

SECTION 1—(a) The president shall, subject to the approval of the board, appoint the following standing committees:

Community service committee  
International service committee  
Vocational service committee

(b) The president shall, subject to the approval of the board, also appoint such committees on particular phases of community service, international service and vocational service as he may deem necessary.

(c) The community service committee, the international service committee and the vocational service committee shall each consist of a chairman, who shall be named by the president from the membership of the board, and of not less than two other members.

(d) The president shall, subject to the approval of the board, appoint the following committees on particular phases of club service:

Attendance committee  
Classifications committee  
Fellowship committee  
Magazine committee  
Membership committee  
Program committee  
Public relations committee  
Rotary information committee

and any other committees that he may deem necessary for the internal administration of club affairs.

(e) The president shall also appoint one member of the board who shall be responsible for all club service activities and who shall supervise and coordinate the work of all committees appointed on particular phases of club service.

(f) The president shall be ex officio a member of all committees and, as such, shall have all the privileges of membership thereon.

(g) Each committee shall transact such business as is delegated to it in the by-laws and such additional business as may be referred to it by the president or the board. Except where special authority is given by the board, such committees shall not take action until a report has been made to the board and approved by the board.

### Article VIII

#### Duties of Committees

**SECTION 1—Community Service Committee.** This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The chairman of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community service.

**SECTION 2—International Service Committee.** This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to international service. The chairman of this committee shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committees that

may be appointed on particular phases of international service.

**SECTION 3—Vocational Service Committee.** This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairman of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

**SECTION 4—(a) Attendance Committee.** This committee shall devise means for encouraging attendance at all Rotary meetings with special emphasis on attendance at the regular weekly meetings of the club and attendance at regular meetings of other clubs when unable to attend meetings of this club; keep all members informed on attendance requirements; promote better incentives for good attendance; and seek to ascertain and remove the conditions that contribute to unsatisfactory attendance.

(b) **Classifications Committee.** This committee shall consist of three members, one member to be appointed each year for a term of three years.

This committee shall on or before the first of November of each year make a classifications survey of the community; shall compile from the survey a roster of filled and unfilled classifications, using the outline of classifications as a guide; shall urge upon the members the importance of proposing names for the unfilled classifications; shall review, where necessary, existing classifications represented in the club; and shall counsel with the board on all classifications problems.

(c) **Fellowship Committee.** This committee shall promote acquaintance and friendship among the members and do such work in pursuance of the general object of the club as may be assigned by the president or the board.

(d) **Magazine Committee.** This committee shall consist of three members, one member to be appointed each year for a term of three years, and, wherever feasible, shall include the editor of the club publication and a local newspaper or advertising member of the club.

This committee shall stimulate reader interest in THE ROTARIAN and/or REVISTA ROTARIA; sponsor a magazine week; arrange for brief monthly reviews of the magazine on regular club programs; encourage the use of the magazine in the induction of new members; provide a copy of the magazine for non-Rotarian speakers; secure international service and other special subscriptions for libraries, hospitals, schools and other reading rooms; send news items and photographs to the editor of the magazine and in other ways make the magazine of service to the club members and non-Rotarians.

(e) **Membership Committee.** This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board.

(f) **Program Committee.** This committee shall prepare and arrange the programs for the regular and special meetings of the club.

(g) **Public Relations Committee.** This committee shall devise and carry into effect, plans (1) to give the public generally information about Rotary,

its history, object and scope; and (2) to secure proper publicity for the club.

(h) **Rotary Information Committee.** This committee shall devise and carry into effect plans (1) to give prospective members information about the privileges and responsibilities of membership in a Rotary club, (2) to give the members, especially the new members, adequate understanding of the privileges and responsibilities of members, (3) to give the members information about Rotary, its history, object, scope, activities, and (4) to give the members information as to developments in the administrative operation of Rotary International.

### Article IX

#### 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 a specified length of time.

(Note: Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's attendance. Unless he attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provision of Art. VIII, Sec. 5 (c) or (d) of the standard club constitution is not computed in the attendance record of the club.)

### Article X

#### Finances

**SECTION 1—**The treasurer shall deposit all funds of the club in some bank to be named by the board.

**SECTION 2—**All bills shall be paid only by checks signed by the treasurer upon vouchers signed by any two officers. A thorough audit by a certified public accountant or other qualified person shall be made once each year of all the club's financial transactions.

SECTION 3—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, cost of bond to be borne by the club.

SECTION 4—The fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into two semi-annual periods extending from July 1st to December 31st, and from January 1st to June 30th. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

*(Note: Magazine subscriptions for members joining during a semi-annual period are payable upon invoice from the secretariat.)*

SECTION 5—At the beginning of each fiscal year the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

## Article XI

### Method of Electing Members

SECTION 1—*Active members (including additional active members).*

(1) From time to time the board shall review the list of filled and unfilled classifications as prepared by the classifications committee and decide which, if any, of the unfilled classifications should be considered as open for proposals and shall advise the membership as to which classifications have been opened for proposal.

(2) The name of a prospective active member to fill an open classification, having been proposed by a member in good standing, shall be submitted first to the board, through

the secretary, on a standard form known as the proposal card.

(3) The board shall then refer it to the classifications committee which committee shall consider the eligibility of such proposed member from the standpoint of classification and declare the proposed classification proper or improper and shall return the proposal card, together with this information, to the board, who shall then refer it to the membership committee.

(4) After making due investigation of the character, business, social standing and general eligibility of the person proposed for membership, the membership committee shall then proceed to vote and if not to exceed one negative vote is cast by the members of this committee, the name of the proposed member shall be considered eligible and so recommended to the board. The membership committee shall then report to the board the action it has taken thereon.

(5) The board shall then review the action of the classifications committee and the membership committee and sustain or reject their decisions or refer it back to the classifications committee and the membership committee for further consideration and action.

If the classifications and membership committees have reported adversely upon the name of the newly proposed member and the board has sustained the action, the proposer shall be so notified by the secretary.

(6) If the classifications and membership committees have reported favorably upon the name of the proposed member and the board has sustained the action, the secretary shall notify the proposer.

(7) The proposer, accompanied by a member or members of the Rotary information committee of the club,

shall fully inform the proposed member of the privileges and responsibilities of membership in a Rotary club, and shall secure the oral or written permission of the proposed member to publish his name to the membership of the club.

(8) After permission to do so has been secured from the proposed new member the secretary shall notify each member of the club by means of a written or printed communication, giving the name of the proposed candidate, the firm represented and the classification under which he is proposed for membership.

(9) A ten-day period shall then be allowed during which any member objecting to the election of the proposed member shall notify the board in writing, stating reasons for his objection.

(10) If no objection is received in such period, the proposed member shall be considered qualified for membership.

If any objections have been filed, the board shall consider the same at any regular or special meeting of the board and proceed to ballot on the proposed member. If not to exceed *one* negative votes are cast by the members of the board in attendance at this regular or special meeting of the board, the proposed member shall be considered qualified for membership.

(11) The secretary shall then notify the proposer and the proposed member of his qualification for membership and invite the proposed member to apply for membership in the club.

(12) When the proposed member has filled in, signed and returned to the secretary the regular form of application, indicating his understanding and acceptance of the responsibilities of membership, together with

his remittance for the admission fee as provided for in Article V, he shall be considered duly elected to membership.

(13) After having received the completed application and the remittance for the admission fee, the secretary shall issue to the newly elected member a Rotary membership identification card.

(14) The secretary shall then fill in a new member report form for the newly elected member and forward the completed form to the general secretary of Rotary International.

In the event the proposed member is rejected, the proposer shall be so notified by the secretary.

SECTION 2—*Senior Active, Past Service, and Honorary Members.* The name of a proposed candidate for any one of these three kinds of membership shall be submitted to the board of directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member provided, however, that such proposal may be considered at any regular or special meeting of the board and that the board may at its discretion waive any of the steps as set forth in Section 1 of this Article and proceed to ballot on the proposed member. If not to exceed *one* negative votes are cast by the members of the board in attendance at the regular or special meeting, the proposed member shall be considered duly elected, provided, however, that any active member of this club who has all the qualifications for senior active membership as set forth in the constitution of this club, or any past service member of this club who had been an active member of this club and who at the time he ceased to be an active member of this club had the qualifications for senior active

membership as set forth in the constitution of this club, may, at his option, become a senior active member of this club by notifying the secretary, in writing, of his intention so to do, no application for or election to such senior active membership being required.

**SECTION 3—Re-election of Former Additional Active Member.** The application of a former additional active member of this club whose membership was terminated as provided in Article VIII, Section 2(b) of the constitution of the club shall be considered promptly by the board and in advance of any other application or proposal under the same classification or another classification. At its discretion, the board may refer the application to the classifications and membership committees and the board may provide for a ten-day period during which any member objecting to the election of the proposed member shall notify the board in writing stating reasons for his objection. At any regular or special meeting the board shall proceed to ballot on the application taking into account, where applicable, reports from the classifications and membership committees and any objections filed. If not to exceed *one* negative votes are cast by members of the board in attendance at the regular or special meeting the former additional active member shall be considered duly elected to active membership and shall be so notified by the secretary.

In the event the application is rejected, the applicant shall be so notified by the secretary.

*(Note: In lieu of this by-law providing for election of membership by a final ballot by the board, a club may adopt a by-law which*

*will provide for election of applicants for active, senior active, past service or honorary membership by a final ballot by the club members at a regular meeting, a quorum being present and a three-fourths vote of all members in attendance being necessary to an election.)*

## Article XII

### Resolutions and Subscriptions

**SECTION 1—**No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

## Article XIII

### Order of Business

Meeting called to order.  
Introduction of visiting Rotarians.  
Correspondence and announcements.  
Committee reports if any.  
Any unfinished business.  
Any new business.  
Address or other program feature.  
Adjournment.

## Article XIV

### Amendments

These by-laws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed to each member at least ten days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the club constitution and with the constitution and by-laws of Rotary International.

Constitution  
and By-Laws of  
Rotary International

# CONSTITUTION of ROTARY INTERNATIONAL

## CONSTITUTION OF ROTARY INTERNATIONAL

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## Constitution of Rotary International

### Article I

#### Name and Description

The name of this organization shall be Rotary International. Rotary International is the association of Rotary clubs throughout the world.

### Article II

#### Purposes

The purposes of Rotary International are:

(a) To encourage, promote, extend and supervise Rotary throughout the world;

(b) To co-ordinate and generally direct the activities of Rotary International.

### Article III

#### 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 by each Rotarian of his occupation as an opportunity to serve society;

*Third.* The application of the ideal of service by every Rotarian to his personal, business and community life;

*Fourth.* The advancement of international understanding, good will, and peace through a world fellowship of business and professional men united in the ideal of service.

### Article IV

#### Membership

**SECTION 1—How Constituted.** The membership of Rotary International shall consist of Rotary clubs which continue to perform the obligations as set forth in this constitution and the by-laws.

**SECTION 2—Location.** Except as otherwise provided in the by-laws, not more than one Rotary club shall be admitted to membership from any one city, borough, or municipal area.

**SECTION 3—Composition of Clubs.**  
(a) A Rotary club shall be composed of men with the qualifications hereinafter provided and no club shall be qualified for membership in Rotary International unless the qualifications of its active members are as follows:

They are adult male persons of good character and good business or professional reputation, and

(1) engaged as proprietor, partner, corporate officer, or manager of any worthy and recognized business or profession;

or

(2) holding an important position in an executive capacity with discretionary authority in any worthy and recognized business or profession;

or

(3) acting as the local agent or branch representative of any worthy and recognized business or profession having charge of such agency or branch in an executive capacity;

and

personally and actively engaged, within the territorial limits of the club, in the respective businesses or professions in which they are classified in the club and having their places of business located therein.

(b) There shall be not more than one active member in each classification of business or profession, excepting the newspaper classification, and excepting the provision for an additional active member as provided in the by-laws.

(c) The by-laws of Rotary International may provide for kinds of membership in addition to active membership in Rotary clubs to be designated as senior active, past service, and honorary membership and shall prescribe the qualifications for each.

**SECTION 4—*Ratification of Constitution and By-Laws.*** Every Rotary club granted a certificate of membership in Rotary International and accepting the same thereby accepts, ratifies and agrees to be bound in all things, not contrary to law, by this constitution and the by-laws of Rotary International, and amendments thereto, and to faithfully observe the provisions thereof.

## Article V

### Board of Directors

**SECTION 1—*How Constituted.*** The board of directors shall be the administrative body of Rotary International and shall be fourteen in number. The president of Rotary International shall be a member and chairman of the board. The president-elect of Rotary International shall be a member of the board. Twelve directors shall be nominated and elected in accordance with the provisions of the by-laws.

**SECTION 2—*Powers.*** The board shall have control and management of the affairs and funds of Rotary International in conformity with this constitution and the by-laws. In exercising such control and management the board may, as fixed by the budget or budgets provided for in the by-laws, expend in any fiscal year the current income and such amount from the general surplus fund as may be necessary to accomplish the purposes of Rotary International. The board shall report to the next convention as to the special conditions under which expenditures have been made from the surplus. The board shall at no time incur an indebtedness in excess of the then net assets of Rotary International.

**SECTION 3—*Secretary.*** The general secretary of Rotary International shall be secretary of the board. He shall have no vote in the proceedings thereof.

## Article VI

### Officers

**SECTION 1—*Titles.*** The officers of Rotary International shall be president, first vice-president, second vice-president, third vice-president, other directors, general secretary, treasurer, district governors, Rotary International representatives in Great Britain and Ireland, the president, immediate past president, vice-president and honorary treasurer of Rotary International in Great Britain and Ireland.

**SECTION 2—*How Elected.*** The officers of Rotary International shall be nominated and elected as provided in the by-laws.

## Article VII

### Convention

**SECTION 1—*Time and Place.*** A convention of Rotary International shall be held annually in the month of May or June, at a time and place to be determined by the board, subject to change by the board for good cause.

**SECTION 2—*Special Conventions.*** In case of emergency, special conventions may be called by the president with the approval of a majority of the members of the board.

**SECTION 3—*Representation.*** (a) In any convention each club shall be entitled to be represented by at least one delegate. Any club with a membership of more than fifty (50), not including honorary members, shall be entitled to be represented at any convention by an additional delegate for each additional fifty (50) of its members or major fraction thereof. For this purpose representation shall be determined on the basis of membership in the club on the last meeting day in the third month preceding the month in which the convention is held. A club may authorize a delegate to cast two or more of the votes to which the club is entitled.

(b) It shall be the duty of each club to be represented at each convention of Rotary International either by one of its own members as a delegate or by proxy and to vote on each proposal submitted for determination.

**SECTION 4—*Delegates-at-Large.*** Each officer and each past president of Rotary International still holding active, senior active, or past service membership in a club, shall be a delegate-at-large.

**SECTION 5—*Electors and Voting.*** The duly accredited delegates, proxy holders and delegates-at-large shall constitute the voting body of the convention and shall be known as electors. Voting shall be as provided in the by-laws.

**SECTION 6—*Council on Legislation.*** There shall be a council on legislation of Rotary International which shall meet as a part of the convention in each even-numbered year at a time and place to be determined by the board.

The council shall consider all proposed enactments and proposed resolutions which are duly submitted to it.

The membership of the council and its procedure shall be as provided in the by-laws.

## Article VIII

### Administration

The administration of clubs shall be under general supervision of the board together with one or other of the following forms of direct supervision, which shall be at all times in conformity with the provisions of this constitution and the by-laws:

(a) Direct supervision of a club by the board.

(b) Direct supervision of clubs by a district governor (Rotary International representative in Great Britain and Ireland) in a constituted district.

(c) Such supervision, in addition to the supervision of a district governor (Rotary International representative in Great Britain and Ireland) of clubs within any area composed of two or more geographically contiguous districts, as may be deemed advisable by the board and approved by a convention.

**Article IX****Dues**

Every club shall pay semi-annually to Rotary International, per capita dues, as provided in the by-laws.

**Article X****The Rotary Foundation**

Subject to such restrictions as may be prescribed by the by-laws or by resolution of a convention of Rotary International, the board of directors of Rotary International or the trustees of The Rotary Foundation may on such terms and conditions as it deems or they deem advisable, accept any gifts, devises or bequests of money or property or of the income therefrom, whether such gift, devise or bequest be in fee or in trust, for such uses and trusts as may be prescribed by the donor or the testator. All such gifts, devises or bequests, together with such surplus funds of Rotary International as the board of directors by authority of a resolution of a convention of Rotary International may, from time to time, set aside for that purpose, shall constitute and become part of a fund to be known as The Rotary Foundation.

**Article XI****Membership Title and Insignia**

Every member of a club shall be known as a Rotarian, and shall be entitled to wear the emblem, badge or other insignia of Rotary International.

**Article XII****By-Laws**

By-laws not inconsistent with this constitution embodying additional pro-

visions for the government of Rotary International, shall be adopted, and may be amended by a convention of Rotary International.

**Article XIII****Amendments**

**SECTION 1—Time.** This constitution may be amended only at a convention held in an even-numbered year by a two-thirds vote of the electors present and voting at the time such amendments are submitted to the convention.

**SECTION 2—Who May Propose.** Amendments to this constitution may be proposed only by a club, by a district conference, by the general council or the conference of Rotary International in Great Britain and Ireland, by the council on legislation, or by the board.

**SECTION 3—Procedure.** Any proposal to amend this constitution shall be delivered to the general secretary not later than the first day of April in the year preceding the date of opening of the meeting of the council on legislation.

The general secretary of Rotary International shall mail a copy thereof to the secretary of each club by the first day of August in the Rotary year in which the council on legislation and the convention are to consider legislation.

The general secretary shall transmit directly to the council all duly proposed amendments.

The council shall consider each such duly proposed amendment and any proffered amendment thereof and report to the convention its recommendation for action thereon.

**BY-LAWS**

of

**ROTARY INTERNATIONAL**



## BY-LAWS OF ROTARY INTERNATIONAL

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## By-Laws of Rotary International

### Article I

#### Membership in Rotary International

SECTION 1—*Admission to Membership.* (a) Application for admission to membership in Rotary International shall be made to the board. The application shall be accompanied by a fee of one hundred dollars, United States currency or the equivalent in the currency of the country in which the club is located. The board is authorized to approve or disapprove such applications. Membership shall become effective on the date on which the application is approved.

(b) If a city, borough, or other municipal area contains within its corporate limits one or more well-defined commercial or trade centers, an additional club may be admitted to membership from each such center, provided that the club in whose territory such additional club is to be organized shall approve the organization of the proposed additional club and relinquish the territory within which the new club shall be confined. Such approval and relinquishment shall be by the affirmative vote of a majority of members present and voting at any regular or special meeting of the existing club, notice of such proposal having been mailed to each member of the club at least thirty days before such meeting.

(c) Any club which approves the organization of an additional club or clubs within its territorial limits may retain the right to admit from the territorial limits of such additional

club or clubs, members whose business, executive duties or professional activities are of a scope to include the entire city, borough or other municipal area. This provision shall be binding upon such additional club or clubs.

SECTION 2—*Standard Club Constitution.* (a) The standard club constitution adopted by Rotary International, as amended from time to time, shall be adopted by all clubs admitted to membership subsequent to the sixth day of June, 1922.

(b) The standard club constitution may be amended in the manner prescribed for the amendment of these by-laws. Such amendments shall automatically become a part of the constitution of each club which has adopted the standard club constitution.

(c) A club admitted to membership prior to the sixth day of June, 1922, shall not change any provision of its constitution except to make such provision conform to the standard club constitution and any amendments thereto.

(d) Under exceptional circumstances, or where necessary to comply with the laws and customs of any nation, state, or province, the board may at any meeting of the board, by a two-thirds majority of the members present, approve provisions in a club constitution which are not in accordance with the standard club constitution and amendments thereto, so long as such provisions do not contravene the provisions of the constitution and these by-laws.

## Article II

### Termination of Membership

**SECTION 1—Non-Payment.** The membership of any club which fails to pay its dues or other financial obligations to Rotary International may be terminated by the board.

**SECTION 2—Discipline.** The board may, for cause and after a hearing, by majority vote of the entire board, discipline or suspend a club, or by unanimous vote expel a club, provided a copy of the charges and notice of the time and place of hearing thereon shall have been mailed to the president and the secretary of such club at least ninety (90) days before such hearing. Such club shall be entitled to be represented by counsel at any such hearing. The decision of the board shall be subject only to an appeal to the convention as provided in Article IV, Section 2 of these by-laws.

**SECTION 3—Resignation.** Any club may resign its membership provided it has fulfilled all its financial and other obligations to Rotary International. Upon acceptance by the board such resignation shall be immediately effective, and the certificate of membership of such club shall be returned to the general secretary.

**SECTION 4—Failure to Function.** If a club for any reason disbands, fails to meet regularly, or otherwise fails to function, the board may terminate the membership of such club.

**SECTION 5—Reorganization.** If a club whose membership has been terminated be reorganized, or if a new club be organized in the same community, the board in granting membership to the reorganized or new club shall have discretionary powers to determine whether or not it will require payment of a charter fee, or

demand payment of any indebtedness due to Rotary International from the former club.

**SECTION 6—Surrender.** Upon termination of its membership in Rotary International the former club has or shall have no proprietary rights in the property of Rotary International. However, during the period of its membership a club shall be entitled to use the name, emblem and other insignia of Rotary International. This privilege shall cease upon the termination of membership of the club.

It shall be the duty of the general secretary to proceed to recover the certificate of membership of such former club.

## Article III

### Membership in Clubs

**SECTION 1—Active.** (a) A person possessing the qualifications set forth in Section 3 of Article IV of the constitution of Rotary International may be elected to active membership in a Rotary club.

(b) The classification of each active member shall be that which covers the principal and recognized activity of the firm, company or institution with which he is connected, or if he be independently engaged in a business or profession, his classification shall be that which covers his principal and recognized business or professional activity.

**SECTION 2—Additional Active Member.** Any active member of a club may propose and the club may elect to active membership one additional man, from the concern or establishment which the proposer represents, whose classification shall be the same as that of the proposer. The qualifications of such additional active member shall be the same as set

forth in Section 3 of Article IV of the constitution of Rotary International for active membership. Such additional active member is in all respects an active member except that his membership automatically terminates with the termination of the active membership of the proposer, or in the event the proposer becomes a senior active member.

**SECTION 3—Senior Active Membership.** (a) Any active member of a club

(1) who now is and has been an active member of one or more clubs for a total of fifteen or more years,

or

(2) who is of the age of sixty-five or more after having been an active member of one or more clubs for a total of five or more years,

or

(3) who is a present or a past officer of Rotary International,

or

any past service member of a club who had been an active member of such club and who, at the time he ceased to be an active member of such club, had the qualifications for senior active membership as hereinbefore set forth,

may, at his option, become a senior active member of such club by notifying the secretary thereof in writing.

(b) Any club may, at its option, elect to senior active membership in the club any former active member of any club who was eligible to senior active membership, at the time he ceased to be an active member of a club, provided such former member resides within the territorial limits of the club or within the surrounding area.

(c) A senior active member shall have all the rights, privileges and responsibilities of an active member, except that

(1) he shall not be considered as representing any business or professional classification; and

(2) he shall not have the right to propose an additional active member.

A club may admit to membership a qualified person in the classification of business or profession in which such senior active member may be engaged.

(d) The membership of an elected senior active member shall automatically terminate if, and when, he ceases to reside within the territorial limits of the club in which he holds senior active membership, or within the surrounding area. This provision does not apply to one who has become a senior active member at his own option.

**SECTION 4—Past Service.** (a) A former active member of a club, whose active membership was terminated because of his retirement from active business or professional life, may be elected a past service member in the club in which he held active membership or in any other club provided that he has been an active member in one or more clubs for five or more years. Such former member may be elected to past service membership at the time of, or at any time after, the termination of his active membership, provided he has all the other qualifications of a past service member. If his retirement from business or professional life occurs after he has ceased to be a member of a club, he is not eligible to past service membership. A past service member shall be required to pay an admission fee

unless he is elected a member of the club in which he has been an active member, in which case he shall not be required to pay a second admission fee. A past service member must reside and continue to reside within the territorial limits of the club in which he holds past service membership, or within the surrounding area.

(b) A past service member shall have all the rights, privileges and responsibilities of an active member except that he shall not be considered as representing any business or professional classification nor may he exercise the option to become a senior active member (except as provided in Section 3 (a) of this Article).

**SECTION 5—Dual Membership.** No person shall simultaneously hold active, senior active, or past service membership in more than one club.

**SECTION 6—Honorary Membership.** A male person who resides within or who has resided within the territorial limits of the club and who has distinguished himself by meritorious service in the furtherance of Rotary ideals there or elsewhere, may be elected to honorary membership in the club.

An honorary member shall not be entitled to any rights or privileges in any club other than that of which he is a member.

**SECTION 7—Newspapers.** Representatives of more than one newspaper published within the territorial limits of a club may be eligible to active membership under such classification, provided that such representatives otherwise possess the qualifications as set forth in the constitution and these by-laws.

**SECTION 8—Public Office.** Persons elected or appointed to public office for a specified time only shall not be

eligible to active membership in a club under the classification of such office. This shall not apply to persons holding a position or office in schools, colleges, or other institutions of learning.

**SECTION 9—Rotary Employment.** Any club may retain in its membership any member thereof who enters the employment of Rotary International, so long as he remains in such employment.

## Article IV Board of Directors

**SECTION 1—Duties.** The board of directors of Rotary International shall be responsible for doing whatever may be necessary for the furtherance of the purposes of Rotary International, the attainment of the object of Rotary, the study and teaching of its fundamentals, the preservation of its ideals, its ethics, and its unique features of organization, and its extension throughout the world.

**SECTION 2—Powers.** The board shall constitute the administrative body of Rotary International, and its action shall be subject only to appeal to any regular or special convention. Such appeal shall be duly filed with the general secretary of Rotary International, at least thirty (30) days prior to the opening of such convention.

**SECTION 3—Control and Supervision.** The board shall exercise general control and supervision over all officers and committees of Rotary International and may, for cause, after hearing, remove an officer or committeeman by a two-thirds vote of the entire board, provided such officer or committeeman shall have been served personally, or by registered mail, with a notice containing a copy of the charges against him, at least

sixty (60) days before the hearing thereon, such notice specifying the time and place of such hearing. At the hearing such person may be represented by counsel.

**SECTION 4—Meetings.** (a) The board shall meet at such times and places as it may determine, or upon the call of the president. Notice of meetings shall be given by the general secretary to all directors at least thirty (30) days preceding the day of the meeting unless such notice shall have been waived. At least two meetings of the board shall be held in each fiscal year.

(b) An interim meeting of the directors-elect shall be held immediately following the close of the annual convention at a time and place appointed by the president-elect. Whenever on any day subsequent to the first day of July the directors at a meeting, at which a quorum is present, or a majority of the directors, by any of the methods of communication described in Section 5 of this Article, shall have approved the action taken at such interim meeting such meeting and the action taken thereat shall be deemed to be effective as if such interim meeting had been held on such day.

(c) At any meeting of the board five members thereof shall constitute a quorum for the transaction of all business except that requiring a larger vote under the constitution or these by-laws.

**SECTION 5—Voting by Communication.** The board may, without meeting together, transact business by mail, telegraph, radiogram, or telephone by voting upon matters transmitted to them by or with the approval of the president. The voting shall be con-

sidered closed at the end of thirty (30) days from date of transmittal provided a majority of the members of the board have returned their votes by that time, or it shall be considered closed at any time prior thereto if and when a majority of the members of the board have voted either affirmatively or negatively.

**SECTION 6—Executive Committee.** The board may appoint an executive committee to be composed of not less than three or more than five of its members. The board may delegate to such executive committee authority to exercise, between meetings of the board, the power to make decisions, on behalf of the board, in matters of an executive or administrative character where the policy of Rotary International has been established. The executive committee shall function under such terms of reference not in conflict with the provisions of this section, as may be prescribed by the board.

**SECTION 7—Jurisdiction.** The board shall have power to determine and to declare what matters are international, national or otherwise, in their scope and character within the meaning of the provisions of the constitution and these by-laws, subject to the right of appeal to a convention by any club. Such appeal must be filed with the general secretary at least thirty (30) days prior to the opening of such convention. The debate thereon shall be limited by rule of convention, and the decision of the convention shall be final.

**SECTION 8—Vacancies.** In the event of a vacancy in the board, the remaining members of the board shall elect a director to fill the unexpired term from the same geographical group or zone in which the vacancy occurred.

## Article V

### Officers

**SECTION 1—Election.** (a) The president, the treasurer and the directors shall be elected at the annual convention in accordance with the provisions hereinafter set forth.

(b) The board of directors-elect at its interim meeting shall elect from its members a first, a second and a third vice-president.

(c) The board of directors-elect at its interim meeting shall elect the general secretary to serve for a term of one year beginning on the following first day of January.

**SECTION 2—Qualifications.** Each officer of Rotary International shall be an active, senior active, or a past service member in good standing of a club.

**SECTION 3—Term of Office.** (a) The term of each officer, except the president, elected at the convention shall begin on the first day of July following the adjournment of the annual convention at which he is elected, provided that, under exceptional circumstances, the board may provide that the term of a district governor shall begin on a date subsequent to the first day of July, but not later than the first day of October in such year. All officers, except directors, shall serve for a term of one year or until their successors shall have been elected and qualified. All directors, unless otherwise provided in the constitution and these by-laws, shall serve for a term of two years or until their successors shall have been elected and qualified.

(b) The term of office of the president elected at the convention shall begin on the first day of July in the calendar year next following his election, provided that beginning on the

first day of July following the adjournment of the annual convention at which he is elected he shall serve as a member of the board as president-elect and shall not be eligible for election as a vice-president.

**SECTION 4—Vacancies.** (a) In the event of a vacancy in the office of president, the vice-presidents shall succeed in office according to their rank.

(b) In the event of a vacancy in the position of president-elect, such vacancy shall be filled as provided in Article X, Section 2(f) of these by-laws.

(c) In the event of a vacancy in the office of treasurer or general secretary, the board shall appoint a Rotarian to fill the unexpired term.

**SECTION 5—Compensation.** All officers except the general secretary and the treasurer, shall serve without compensation. The board shall fix the salary of the general secretary. The treasurer shall be paid one dollar (\$1.00) a year.

**SECTION 6—Duties.** (a) The president shall preside at all conventions and all meetings of the board. As chief executive he shall supervise the work and activities of Rotary International and perform such other duties as pertain to his office.

(b) The president-elect shall have only such duties and powers as arise from his membership on the board, but may be assigned further duties by the president or the board.

(c) The general secretary shall be the active managing officer of Rotary International under the supervision of the president and the control of the board. He shall sign all documents for Rotary International requiring his signature, keep the accounts, receive and deposit the funds

in the manner prescribed by the board, and shall make an annual report to the board, which, upon approval by the board, shall be submitted to the annual convention. He shall give bond for the faithful discharge of his duties in a sum and with sureties as required by the board.

(d) The treasurer shall disburse the funds in the manner prescribed by the board and shall perform such other duties pertaining to his office as may be delegated by the board. He shall make such reports to the board as it may require and shall make a report to the annual convention. He shall give bond for the faithful discharge of his duties in a sum and with sureties as required by the board.

## Article VI

### Legislative Procedure

**SECTION 1—Proposals.** Proposals to amend the constitution or by-laws of Rotary International or the standard club constitution shall be known as enactments. Proposals for convention action which do not amend any one of those documents shall be known as resolutions.

Enactments shall be proposed and acted upon in the manner prescribed in Article XIII of the constitution of Rotary International; Article IX and Article XX of the by-laws of Rotary International and Article XIV of the standard club constitution.

Resolutions may be proposed by a club, by a district conference, by the general council or the conference of Rotary International in Great Britain and Ireland, by the council on legislation, by any special assembly or duly authorized conference held during the convention, by the convention committees and by the board.

Any resolution may be adopted by the affirmative vote of at least a

majority of the votes authorized to be cast by the electors present and voting.

All resolutions shall be delivered in writing to the general secretary and all enactments and resolutions shall be acted upon in the manner prescribed in Article IX of these by-laws.

**SECTION 2—Emergency.** (a) If, in the opinion of the board as expressed by a two-thirds vote of the entire board, an emergency exists,

(1) proposed enactments which do not amend the constitution of Rotary International or proposed resolutions may be voted upon at a convention in an odd-numbered year without having been processed in the manner prescribed by Section 3 of Article XX of these by-laws or Section 3 of Article XIV of the standard club constitution provided that the procedures prescribed therein shall be followed to the extent that time permits.

(2) proposed enactments which do not amend the constitution of Rotary International received at or prior to a convention in an even-numbered year and subsequent to the prescribed date may be voted on at such convention in an even-numbered year without having been processed in the manner prescribed by Section 3 of Article XX of these by-laws or Section 3 of Article XIV of the standard club constitution provided that the procedures prescribed therein shall be followed to the extent that time permits.

(3) proposed resolutions received at a convention in an even-numbered year may be voted upon at such convention without having been acted upon in the manner prescribed in Article IX of these by-laws provided that if time permits, such emergency resolutions shall be submitted to the council on

legislation prior to action by the convention.

(b) A two-thirds vote of the electors present and voting shall be required for the adoption of proposed enactments or proposed resolutions acted upon by the convention in an emergency.

## Article VII Convention

**SECTION 1—Time and Place.** Pursuant to the provisions of Article VII, Section 1 of the constitution, the board in each year may determine the time and place for holding the convention in the calendar year commencing fifty-four months after the expiration of the fiscal year in which such decision is made and shall be empowered to make all arrangements for the holding of such convention.

**SECTION 2 — Call.** The president shall issue and the general secretary shall mail to each club the official call for the annual convention at least six months prior to the convention.

The call for a special convention shall be issued and mailed at least sixty days prior to the date thereof.

**SECTION 3—Officers of the Convention.** The officers of the convention shall be the president, vice-presidents, general secretary and treasurer of Rotary International and a sergeant-at-arms, who shall be appointed by the president.

**SECTION 4—Delegates.** (a) *Qualifications.* Each delegate and alternate, except delegates by proxy, shall be an active, senior active, or past service member of the club he represents.

(b) *Alternates.* Any club may, at the time of selecting its delegate or delegates, choose for each delegate one alternate, such alternate being en-

titled to vote only in case of the absence of the delegate for whom he was chosen as alternate; provided any alternate bearing proper credentials may be substituted for any one delegate from his club whose alternate is absent. An alternate when serving as a delegate may cast one vote on each question submitted to the convention.

In the event of the substitution of an alternate for a delegate the change shall be reported by the chairman of the delegation to the credentials committee and when such substitution of an alternate for the delegate has been made, the alternate shall continue to act as the delegate until the close of the convention. This general rule may be modified by the credentials committee with regard to the delegation of the convention city club so as to permit the substitution of an alternate for a delegate for one or more sessions, but only in the event that the delegate is so engaged in the administrative work of the convention as to make it impossible for him to attend such session or sessions of the convention, and such substitution has been duly reported to and noted by the credentials committee.

(c) *Proxies.* Any club may designate as the proxy for its absent delegate or delegates:

- (1) any one of its active, senior active, or past service members, or
- (2) if unrepresented in the convention by one of its own members, any active, senior active, or past service member of any other club within its own district, provided that a club which is not located within a district may designate as the proxy for its non-attending delegate or delegates any active, senior active, or past service member of any club, wherever located.

Upon delivery of the certificate as provided in Section 5 of this Article, such proxy in addition to any other right to vote that he may have shall have the right to vote in place of the non-attending delegate or delegates whom he represents.

**SECTION 5—Credentials.** The authority of each delegate and alternate shall be evidenced by a certificate signed by the president and secretary of his club. The authority of a proxy shall be evidenced by a certificate signed by the president and secretary of the club or clubs for whose non-attending delegate or delegates he is proxy. All certificates must be delivered to the credentials committee at the convention to entitle delegates, alternates, and proxies, to participate as such in the convention.

**SECTION 6—Delegates-at-Large.** Each officer or director and each past president of Rotary International still holding active, senior active, or past service membership in a club shall be a delegate-at-large and entitled to cast one vote on each question submitted to vote in the convention.

**SECTION 7—Registration Fee.** Each person, sixteen years of age or over, attending a convention, shall register and pay a registration fee not exceeding ten dollars (\$10.00) United States currency, the amount thereof to be fixed by the board. No delegate or proxy shall be entitled to vote in the convention unless and until his registration fee has been paid.

**SECTION 8—Quorum.** Delegates and proxies representing one-fourth of the clubs shall constitute a quorum at any session of a convention except at the opening session thereof, at which no quorum shall be required.

**SECTION 9—Credentials Committee.** At each convention, or prior thereto,

the president shall appoint a committee on credentials to consist of not less than five (5) members as may be determined by the president.

## Article VIII

### Rules of Convention Procedure

**SECTION 1—The rules of procedure for a convention are:**

(a) *Program.* The program reported by the convention committee, as approved by the board and as adopted by the convention, shall be the order of the day for all sessions. Changes in the program may be made from time to time by a two-thirds vote of the delegates and proxies present and voting.

(b) *Debate—Subject.* Reports of committees, communications to the convention, proposed enactments and resolutions, and all amendments thereto, and all motions save such as are known to parliamentary practice as "undebatable," may be debated upon the floor of the convention, unless by a two-thirds vote the convention decides to dispose of them without debate.

(c) *Debate—Limit.* In debate, each Rotarian may speak not more than twice on the same question on the same day, except on an appeal, but may not speak the second time so long as any Rotarian who has not spoken on that question calls for recognition. No Rotarian shall speak in convention longer than five minutes at one time, except as provided in the order of the day, or by a majority vote.

(d) *Voting Procedure.* Voting in the convention shall be viva voce except as otherwise provided in these by-laws for the nomination and election of officers and except that:

(1) when demanded by an elector or directed by the chairman voting shall be by standing vote, each elector standing and voting to be counted as one vote.

(2) on any proposed enactment or proposed resolution affecting the policy of Rotary International or amendment to any such enactment or resolution, voting shall be by written ballot, when any of the following circumstances exist:

(aa) when a majority of the board or a majority of the council on legislation shall have previously declared, or a majority of the electors personally present shall declare, the question to be of sufficient importance to warrant such action;

(bb) when the president or chairman presiding shall, after observing the viva voce or standing vote, declare a written ballot to be in his opinion desirable;

(cc) when an elector, after identifying himself by name and club membership, shall have made a demand for a written ballot, and after being advised that a written ballot is not available under any of the foregoing provisions and hearing the chairman's opinion as to whether the demand is reasonable, still insists upon his demand and is supported therein by as many as 20 other electors from not fewer than 20 different clubs who, upon being given an opportunity, personally identify themselves and join in the demand.

(e) *Voting Procedure (Continued).* The president or the chairman shall be authorized to declare the result of any standing vote without necessity of an actual count, and his declaration shall be final, unless a demand for an

actual count is promptly made and, upon being given an opportunity, as many as 20 other electors join in that demand.

An order for written ballot on any proposed enactment or resolution or on any proffered amendment thereto shall carry with it to the written ballot the proposed enactment or resolution and all proposed amendments which still pend undetermined. The ballot shall be designed and phrased, with multiple questions if necessary, so as to finally dispose of the proposed enactment or resolution and any pending proposed amendments thereto.

On written ballots and for the nomination and election of officers, an elector shall be entitled to cast as many votes as he holds of delegate's certificates and proxies; provided that a delegate-at-large, as such may vote only on matters submitted to the convention as a whole.

(f) *Delegates—Seats.* A number of seats equal to the number of delegates duly certified to the credentials committee shall be reserved exclusively for such delegates.

SECTION 2—*Special Assemblies.* At each convention, special assemblies of Rotarians from one country or from a group of countries in which clubs are established, may be held. The board or the convention may determine from time to time for what country or countries such special assemblies shall be held and shall instruct the convention committee accordingly. At such assemblies matters which pertain particularly to the country or group of countries concerned may be considered. The president shall designate the convening officer and shall promulgate rules for the conduct of the said assemblies as near as may be to the rules regulating the procedure of the conven-

tion. The assembly upon convening shall select its chairman and secretary.

## Article IX Council on Legislation

SECTION 1—*How Constituted.* The council shall be composed as follows:

(a) one representative of the clubs of each district, elected by the clubs as provided in Section 3(a) and (b) of this Article. Such representative shall be a present or past officer of Rotary International, or the incoming district governor (the incoming Rotary International representative in Great Britain and Ireland). Each representative shall be an active, senior active, or past service member of a club in the district he is to represent.

(b) the four past presidents immediately preceding the immediate past president.

(c) the chairman of the council, appointed by the president to serve in his place.

(d) not more than one representative of non-districted clubs to be designated by the president.

(e) not more than three representatives-at-large, to be designated by the president.

(f) the president, the other members of the board, the general secretary, and the chairman of the constitution and by-laws committee as non-voting members.

(g) the president of each national or territorial unit as non-voting members.

(h) any past secretary of Rotary International who served as such for a period of twenty-five years or longer and all past presidents of Rotary International, except the four past

presidents immediately preceding the immediate past president, as non-voting members.

Each member of the council shall be an active, senior active, or past service member of a club.

SECTION 2—*Officers.* The president shall be the chairman of the council; or he may appoint a chairman to serve in his place. The general secretary shall be the secretary of the council or, with the approval of the president, he may appoint a secretary to serve in his place.

SECTION 3—*Election of District Representatives.* (a) Except as provided in sub-section (b) of this section, the representative and an alternate representative on the council of the clubs of each district (other than those in Great Britain and Ireland) shall be elected at an annual conference of the district held during the biennial period preceding the meeting of the council on which such representative is to serve. (In Great Britain and Ireland the representative of the district on the council on legislation shall be elected at a meeting of the district council held subsequent to the first day of the preceding October.)

Any club in a district may nominate for membership on the council a qualified member of the club (who has indicated that he is able and willing to serve if elected) and shall certify in writing, over the signature of the president and secretary, such nomination to the district governor for presentation by him to the electors of the clubs at the district conference. Each elector present at the district conference shall be entitled to cast one vote in the election of the representative of the district on the council.

The candidate receiving the highest number of votes shall be the member

of the council from his district. The candidate receiving the second highest number of votes shall be declared the alternate member, to serve only in the event the member is unable to serve. In the event neither the member nor the alternate member, if one has been elected, is able to serve, the district governor (Rotary International representative in Great Britain and Ireland) may designate some other member of a club of his district qualified under the provisions of Section 1 of this Article to be the representative of the district on the council.

If there be only one nominee in a district no ballot shall be required and the district governor (Rotary International representative in Great Britain and Ireland) shall declare such nominee to be the representative on the council.

(b) *Nominations by Mail Ballot.* The board, when the circumstances require it, may authorize a district to select the member and the alternate member of the council from such district in a ballot-by-mail. In such case the district governor shall issue and cause to be mailed to the secretary of every club in his district an official call for nominations for member of the council from the district. All nominations must be made in writing and be signed by the president and secretary of the club. They must be in the hands of the district governor on or before a date to be fixed by the district governor. The district governor shall cause to be prepared and to be mailed to each club a ballot naming in alphabetical order the qualified nominees so offered and shall conduct the ballot-by-mail. Each club shall be entitled to one vote for each 25 or major fraction thereof of its members, honorary members excepted, based upon the number of members of the club as of the last day of the

month preceding that in which the selection is to be made, provided that each club shall be entitled to at least one vote. In the event the district governor so desires he may appoint a committee for the purpose of carrying out the ballot-by-mail procedure herein provided for, in which event such committee shall carry out the functions prescribed herein for the district governor in his place and stead.

SECTION 4—*Notice.* At least thirty days prior to the meeting of the council, the general secretary shall publish the names of such members of the council as have been reported to him at the time of publication, and at the same time notice of the time and place of the meeting of the council shall be mailed to each member thereof.

SECTION 5—*Credentials.* Prior to the meeting of the council the president shall appoint a credentials committee which shall meet in advance of, and at the place of the meeting of the council to examine and visa credentials which must be presented as evidence of membership on the council. The action of the committee may, in any case, be reviewed by the council.

SECTION 6—*Quorum.* One-third of the members of the council shall constitute a quorum. Each member shall be entitled to cast only one vote on each question submitted to vote.

SECTION 7—*Procedure.* (a) Subject to the provisions of paragraph (b) of this Section, each council shall adopt such rules of procedure as it deems necessary to govern the conduct of its deliberations, provided that such rules shall be in harmony with all other provisions in these by-laws. Prior to the meeting of the council the president shall appoint a com-

mittee to recommend for adoption by the council rules of procedure for the council and the order in which matters claiming the attention of the council are to be considered.

(b) All proposed enactments shall be transmitted by the general secretary to the council provided however that the board shall examine the text of all proposed enactments and, on the advice of the constitution and by-laws committee, shall advise the proposers of any irregularities in the text of any such proposed enactments.

(c) The board shall examine the text of all proposed resolutions and shall direct the general secretary to transmit to the council such proposed resolutions as the board determines to be within the framework of the program of Rotary International. In the event the board, on the advice of the constitution and by-laws committee, determines that a proposed resolution is not within the framework of the program of Rotary International the proposer shall be so advised preceding the opening of the council and such proposed resolution shall not be transmitted to the council or the convention for consideration unless the proposer thereof shall have secured the consent of two-thirds of the members of the council to have the proposed resolution considered by the council and the convention.

(d) The council shall consider each such duly proposed enactment and resolution and any proffered amendment thereof and report to the convention its recommendation for action thereon.

(e) The report of the council to the convention shall be presented by the chairman of the council or someone designated by the president.

## Article X

### Nominations and Elections

#### Nominations for President

SECTION 1—*Nominations for President.* Nominations for president shall be made either by the nominating committee for president, or by a club, or by both, in the manner herein prescribed. A member of the committee, or a member of the board, shall not be eligible to be nominated for president by the committee.

SECTION 2—*Nominating Committee for President.* (a) *How Constituted.* The nominating committee for president shall consist of eleven (11) members, five (5) of whom shall be from the membership of clubs in the United States of America; one (1) from Canada; one (1) from Great Britain and Ireland; one (1) from the Continental European, North African and Eastern Mediterranean region; one (1) from Ibero America, which shall include South America, Central America, Mexico and the Antilles; one (1) from Australia, New Zealand and Southern Africa, and one (1) from the membership of clubs not located in any geographical region hereinbefore mentioned.

Each member shall be an active, senior active, or past service member of a club in the zone or region from which he is to be chosen.

Neither the president nor any past president shall be eligible for membership on the nominating committee for president, and no Rotarian who has twice served as a member of said committee shall be eligible for service thereon in any subsequent year. Each member from the United States of America shall be a past director of Rotary International.



Zones in the United States of America shall be those as constituted by the board for the selection of directors.

Between the first and fifteenth days of February, the general secretary shall mail to the secretary of each club within each zone in the United States of America, a list in alphabetical order of the eligible past directors who are members of clubs within the zone in which said club is located. This list shall be prepared from the records of the past directors on file in the office of the general secretary as of the first of February.

On each of the lists mailed by the general secretary to the clubs, there shall be included the following information:

- Name of the Rotarian
- Kind of membership held by him
- Name of the club of which he is a member
- Rotary International offices and international committee appointments he has held and year(s) of service.

A club wishing to propose a candidate for election as a member of the nominating committee for president at the next ensuing convention, may do so by filing with the general secretary, on or before the 1st day of April, a resolution of the club adopted at a meeting thereof naming such candidate. Such resolution shall not be forwarded to the general secretary until the club has ascertained, in writing, that the Rotarian proposed is willing and able to serve.

The names of all such candidates shall be balloted upon at the next ensuing convention by the electors from the clubs in each zone and each such elector shall be entitled to cast one vote for the nomination of one

member from his respective zone. The election of members of the nominating committee for president shall be by secret ballot and when there are more than two candidates such balloting shall be by means of the single transferable vote. The candidate in any such zone receiving a majority of the votes cast, after taking into account the second and subsequent preference choices where necessary, shall be declared the member of the nominating committee for president. The candidate from such zone receiving the second highest number of votes, after taking into account the second and subsequent preference choices where necessary, shall be declared the alternate member of the nominating committee for president. In the event of a tie vote in any zone, the president shall designate a time and place during the convention for the casting of further ballots for membership on the nominating committee. In the event a zone in the United States of America fails to elect a member of the nominating committee for president, the director nominated from such zone shall become the member of the nominating committee for president from such zone.

The immediate past director from Canada shall be the member from Canada. The director from Great Britain and Ireland shall be the member from Great Britain and Ireland, and their alternates, respectively, shall be their eligible predecessors of most recent service.

In the event of there being only one director from the Continental European, North African and Eastern Mediterranean region, such director shall be the member from that region and his alternate shall be his eligible predecessor of most recent service; however, in the event of there being two directors from the Continental European, North African and Eastern

Mediterranean region, the director of longer service shall be the member from such region, and the other director shall be his alternate.

In the event of there being only one director from Ibero America, such director shall be the member from that region and the board shall designate as his alternate a past director from the Ibero-American region. In the event of there being no director from Australia, New Zealand and Southern Africa, the board shall designate a past director from Australia, New Zealand and Southern Africa, to be the member and shall also designate another past director as his alternate. In the event of there being only one director from Australia, New Zealand and Southern Africa, such director shall be the member from Australia, New Zealand and Southern Africa, and the board shall designate as his alternate a past director from Australia, New Zealand and Southern Africa. In the event of there being no director from geographical regions not hereinbefore mentioned in this Section, the board shall designate a past director from such regions to be the member and shall also designate another past director as his alternate. In the event of there being only one director from geographical regions not hereinbefore mentioned in this Section, such director shall be the member from those regions and the board shall designate as his alternate a past director from such geographical regions. In the event of there being two directors from Ibero America, two directors from Australia, New Zealand and Southern Africa, or two directors from geographical regions not hereinbefore mentioned in this section, the director of longer service from Ibero America shall be the member from such region and the other director shall be his alternate; the director of longer service from

Australia, New Zealand and Southern Africa shall be the member from such region and the other director shall be his alternate; the director of longer service from geographical regions not hereinbefore mentioned in this section shall be the member from such regions and the other director shall be his alternate. In the event of there being more than two directors from Ibero America, more than two directors from Australia, New Zealand and Southern Africa, or more than two directors from geographical regions not hereinbefore mentioned in this Section, the member and his alternate from the Ibero-American region, the member and his alternate from Australia, New Zealand and Southern Africa, or the member and his alternate from such other geographical regions shall be selected by the board in a ballot containing the names of all directors from such region. The director receiving the highest number of votes shall be a member of the committee. The director receiving the second highest number of votes shall be the alternate.

In the event that a tie vote under any of the foregoing provisions, except the provisions for election of members from zones in the United States of America, of this Section is not broken after three ballots have been taken, the decision of such tie vote shall be made by lot.

The committee shall be constituted not later than the thirty-first day of July of each year and shall serve until the adjournment of the next succeeding convention. In the event an alternate is substituted for a member of the committee, such alternate shall serve for the unexpired term of the committee.

Any person eligible for membership on the committee, as hereinbefore provided, shall have the option of accepting or declining service on the

committee. No such person shall be deemed as having qualified as a member or an alternate until he has advised the general secretary that he is willing and able to serve, except in the case of members from zones in the United States of America who have previously indicated to the clubs proposing them that they are willing and able to serve.

In the event of any vacancy in the committee not provided for in the foregoing provisions for members and alternates, the board shall appoint a member to fill such vacancy, such member to be appointed preferably from a club in the same geographical region as that in which the vacancy occurred.

(b) *Procedure.* The general secretary shall ascertain the acceptances of those members of the committee who are not determined by the board in accordance with the foregoing provisions for membership on the committee, and shall notify the board as to the names of such members.

The board shall determine those directors and their alternates who are to serve on the committee in accordance with the foregoing provisions for membership on the committee.

The general secretary shall thereupon notify the clubs as to the personnel of the members of the committee.

The committee at the time of its meeting shall elect a member of the committee as its chairman.

The general secretary shall issue, or cause to be issued in the name of the committee, an announcement inviting any club which desires to do so to submit its suggestion for nomination for president for consideration by the committee. In order to receive

consideration such suggestions must reach the nominating committee at the central office of the secretariat on or before the thirty-first day of December of each year. The suggestions shall be submitted to the nominating committee on a form prescribed by the board. The forms shall be mailed to each club by the general secretary in sufficient time to insure their receipt in time to permit each club to have a period of thirty (30) days in which to consider and determine any suggestion of nomination it may make, and with sufficient time after such period to forward such suggestion on the prescribed form so as to reach the nominating committee at the office of the general secretary on or before December 31st of each year.

(c) *Nomination by the Committee.* The committee shall meet each year not later than the thirty-first day of January at a time and place to be determined by the board. At this meeting the committee shall select a nominee for the office of president, having in mind its responsibility to bring about the nomination of the most capable man available.

Nine (9) members of the committee shall constitute a quorum. The transaction of all business of the committee shall be by majority vote, except that in the selection of the committee's nominee for president, the votes of at least seven (7) members of the committee shall be cast in favor of such nominee.

If, for any cause whatsoever, the nominee for president selected by the committee at its meeting is unable to serve, the committee shall select another nominee for president, either in a ballot-by-mail, or by telegraph, or in an emergency meeting of the committee. The exact procedure for meeting such contingency shall be determined by the committee at its

meeting in January. In the event of a contingency arising which has not been provided for by the committee, the board shall determine the procedure to be followed by the committee in selecting its nominee for president.

(d) *Report of Committee.* The report of the committee, addressed to the clubs, shall be certified to the general secretary by the chairman within ten (10) days after the meeting of the committee. The general secretary shall mail a copy of the report to each club within ten (10) days after the receipt thereof.

(e) *Nominations by Clubs.* In addition to any nomination made by the nominating committee, any club may select a nominee to be presented for election as president at the next ensuing convention by filing with the general secretary on or before the fifteenth day of March a resolution of the club, adopted at a regular meeting thereof, naming such candidate. If on the said fifteenth day of March no such nomination has been received by the general secretary from any club, the president shall declare the nominee of the committee to be the president-nominee. If on the said fifteenth day of March any such nomination has been received from any club and the said nomination continues effective until the twenty-fifth day of March immediately following, then the general secretary shall notify all clubs of the name and qualifications of each such nominee and that all nominees for president will be balloted upon at the next succeeding convention. If on the said twenty-fifth day of March immediately following, no nominations from clubs continue effective, then the president shall declare the nominee of the committee to be the president-nominee.

(f) *Vacancy in Position of President-elect.* In the event of a vacancy in the position of president-elect between the time of his election and the close of the next succeeding convention, the nominating committee for president shall in addition to its other duties select a nominee for president for the Rotary year during which such president-elect would have served as president. Such selection shall be made as soon as practicable in an emergency meeting of the committee, or at its regularly scheduled meeting. If such meeting is not practicable the selection may be made in a ballot-by-mail or by telegraph.

If upon the occurrence of such vacancy, the nominating committee has already selected a nominee for president pursuant to subsection (c) hereof and certified its report to the general secretary pursuant to subsection (d) hereof, the committee, at its discretion, and with the approval of the nominee so selected, may name said nominee to be the nominee for president for the year beginning on the first day of July next following. In such event the nominating committee shall select another nominee for election at the next ensuing convention to serve as president beginning on the first day of July in the calendar year next following the year of his election.

The procedure for nominations to fill a vacancy in the position of president-elect shall be determined by the president and shall include provisions for the report of the committee to be transmitted to clubs and for nominations by clubs. Such provisions shall be in harmony with subsections (d) and (e) of this section to the extent that time permits. In the event the proximity of the date of the vacancy to the convention is such as not to permit a suitable period of time for

the report of the committee to be mailed to all clubs and for nomination by clubs in advance of the convention, the general secretary shall give such notice of the report of the committee as is reasonably possible and nominations by club delegates on the floor of the convention shall be permitted.

In the event of a vacancy in the position of president-elect between the adjournment of the convention immediately preceding the first day of July on which he would assume office as president and the said first day of July, it will be considered that on the said first day of July a vacancy will exist in the office of president, such vacancy to be filled in accordance with Article V, Section 4 of these by-laws.

In the event of a contingency arising which has not been provided for in the foregoing, the president shall determine the procedure to be followed.

(g) *Nominations Presented to Convention.* The general secretary shall present to the convention for election the name of the nominee for the office of president for the year beginning on the first day of July in the next calendar year duly nominated by the nominating committee for president and the name of any such nominee duly nominated by a club.

When applicable in the event of a vacancy in the position of president-elect the general secretary shall also present to the convention for election the name of the nominee for the office of president for the term beginning on the first day of July following such convention duly nominated by the nominating committee for president, and the name of any such nominee duly nominated by a club. Where circumstances require it as provided in the foregoing subsection (f) nominations may be made by club delegates on the floor of the convention.

### INTERIM PROVISION

The nominating committee for president of Rotary International constituted in 1958 shall at its regular meeting in 1958-59 select from two different countries a nominee for president in 1959-60, and a nominee for president in 1960-61.

The 1959 convention shall elect the president of Rotary International for 1959-60 and for 1960-61.

In 1959-60 the immediate past president shall be a member of the board and the president-elect for 1960-61 shall be an ex officio member of the board without vote.

In 1960-61, the immediate past president shall be a member of the board and the president-elect for 1961-62 shall be an ex officio member of the board without vote.

On 30 June, 1961, these interim provisions having served their purpose shall cease to be a part of these by-laws.

### Nominations for Treasurer

SECTION 3—*Nominations for Treasurer.* All nominations for treasurer shall be made from the floor of the convention. Subject to the provisions of the constitution and these by-laws, any elector may present the name of one nominee for the office of treasurer. This form only shall be employed in presenting such nominations for treasurer:

"..... of the Rotary Club of ..... places in nomination for the office of treasurer Rotarian ..... of ....."

Not more than two seconders to each nomination shall be recognized and this form only shall be employed:

"..... of the Rotary Club of ..... seconds the nomination of Rotarian ..... of ..... for the office of treasurer."

### Nominations for Directors

SECTION 4—*Nominations for Directors.* The electors representing clubs in each of the following named geographical groups, shall meet during the convention, at the time and place designated on the official program, for the purpose of proposing a candidate or candidates from their respective group for director or directors:

- (A) United States of America by zones as hereinafter provided
- (B) Canada

Any elector representing a club in his respective geographical group or zone, may, subject to the provisions of the constitution and these by-laws, propose at such meeting, as a candidate for the office of director, the name of an active, senior active, or past service member of a club in his geographical group or zone.

For the purpose of proposing such candidates from Group A, and for such other purposes as are specifically provided for in these by-laws, the United States of America shall be divided into five zones numbered from one to five inclusive. Each zone shall be composed of the clubs of the United States of America in a group of contiguous districts of Rotary International and each zone shall be so constituted as to provide an approximate equality in the number of electors from clubs in each zone.

For the purpose of proposing such candidates from Group B, and for such purpose only, the clubs in Canada shall be divided into three groups. Each group shall be so constituted as to provide an approximate equality in the geographical distribution of the member clubs in Canada.

The board shall determine the list of contiguous districts comprising

each zone in the United States of America. In the month of May or June in each year the board shall publish said list of districts to all clubs in the United States of America.

The board shall determine the list of clubs comprising each group in Canada. In the month of May or June in each odd-numbered year the board shall publish said list of clubs to all clubs in Canada and shall designate the order of rotation in which the groups shall propose a nominee for director from Canada.

The zones and the groups so determined and published by the board shall be effective for the nomination and election of directors of Rotary International at the convention in the next succeeding fiscal year.

In each odd-numbered year, Zone 1, Zone 2 and Zone 3 shall each nominate one director. In each even-numbered year, Zone 4 and Zone 5 shall each nominate one director.

In each even-numbered year the clubs in Canada shall nominate one director.

A club which intends to propose a candidate for the office of director from a zone in the United States of America or from a group in Canada at the next ensuing convention must indicate its intention to do so by filing with the general secretary on or before the first day of April, but not prior to the publication of the announcement of the nominating committee for the president of Rotary International of its nominee for that office, a resolution of the club adopted at a regular meeting thereof naming the candidate which it intends to propose. If on the said first day of April there is filed with the general secretary the name of only one candidate from any zone in the United States of America or only one candidate

from a group in Canada, then, within ten days thereafter, the president shall declare such candidate to be the director nominee from said zone or from Canada.

If on the aforesaid first day of April there is filed with the general secretary the names of more than one candidate in any zone in the United States of America, or more than one candidate from a group in Canada, the electors from the clubs in such zone or the electors from the clubs in Canada, shall assemble at the convention and propose a candidate or candidates from such zone or geographical group for the office of director from among those candidates whose names have been presented by clubs which filed with the general secretary their intention to propose a candidate.

If no candidate is proposed from any zone in the United States of America, or from a group in Canada, in accordance with a filed intention of a club so to do, the electors of the clubs in such zone or in Canada shall propose a candidate or candidates at a zone or geographical group meeting of such electors during the convention.

This form only shall be employed in proposing a candidate for the office of director:

".....of the Rotary Club of .....proposes Rotarian .....of .....as a candidate for the office of director."

Not more than two seconds to each proposal shall be recognized and this form only shall be employed:

".....of the Rotary Club of .....seconds the proposal of Rotarian..... of .....as a candidate for the office of director."

The name or names of the candidate or candidates proposed by the electors from the zones in the United States of America, and by the electors from Canada, shall be certified to the general secretary by the chairman of the respective zone or geographical group meeting. If there be only one (1) candidate proposed by the electors from the clubs in any of the five (5) zones in the United States of America, or only one (1) candidate proposed by the electors from the clubs in Canada, such candidate shall automatically become the nominee of the respective zone or geographical group and shall be so certified to the general secretary by the chairman of the respective zone or geographical group meeting.

In the event the electors from the clubs in any of the five (5) zones in the United States of America, or the electors from the clubs in Canada, shall propose more than one (1) candidate for director, the electors from the clubs in any such zone or geographical group shall ballot upon such candidates, and where there are more than two candidates such balloting shall be by means of the single transferable vote. The candidate for director in any such zone or geographical group receiving a majority of the votes cast in his respective zone or geographical group, after taking into account the second and subsequent preference choices, where necessary, shall be declared nominated.

In each odd-numbered year at the conference of Rotary International in Great Britain and Ireland, one director shall be nominated from the membership of clubs in Great Britain and Ireland. The name of such nominee shall be certified to the general secretary by the secretary of Rotary International in Great Britain and

Ireland. In the event any such nominee shall become disqualified for election, the electors from the clubs in Great Britain and Ireland by majority vote at a meeting held at the convention for that purpose shall select a nominee for the office of director from such geographical group.

The board in each odd-numbered year shall nominate two directors and in each even-numbered year shall nominate three directors from the membership of the clubs not located in the United States of America, Canada, Great Britain or Ireland, provided, however, that at least one of the five directors nominated by the board shall be nominated from among the membership of the clubs located in Ibero America, which shall include South America, Central America, Mexico and the Antilles.

For the purpose of proposing candidates for director from clubs in Ibero America, and for this purpose only, Ibero America shall be divided into three zones numbered from one to three inclusive. Each zone shall be composed of clubs of Ibero America in a group of contiguous districts of Rotary International and each zone shall be so constituted as to provide an approximate equality in the number of electors from clubs in each zone.

The board shall determine the list of contiguous districts comprising each zone in Ibero America. In the month of May or June of each year the board shall publish said list of districts to all clubs in Ibero America.

When the board is to nominate a director from Ibero America, it will designate the zone from which candidates shall be nominated in rotation

in such a way as the representation shall be successively and evenly distributed among the three zones.

A club which intends to propose a candidate for the office of director from a zone in Ibero America must file with the general secretary on or before the first day of April but not prior to the publication of announcement of the nominating committee for president of Rotary International of its nominee for that office a resolution of the club adopted at a regular meeting thereof naming the candidate which it proposes.

If on the said first day of April there is filed with the general secretary the name of only one candidate from the designated zone in Ibero America then, within ten days thereafter, the president shall declare such candidate to be the director nominee from Ibero America.

If more than one candidate is presented from the designated zone, the board will make the nomination to the convention from among those who have been proposed from that zone.

The general secretary shall present to the convention for election the names of the nominees duly nominated for the office of director by their respective zones and geographical groups and the nominees duly nominated for the office of director by the outgoing board of directors.

**SECTION 5—Nominations for Other Officers.** The general secretary shall present to the convention for election the names of the nominees certified to him as duly nominated for the office of district governor by their respective districts, and the names of the nominees certified to him as duly

nominated to be the elective officers of the general council and the Rotary International representatives in Great Britain and Ireland by the conference of that area.

#### **Electors and Arrangements**

**SECTION 6—*Electors.*** The duly accredited delegates, proxies, and delegates-at-large shall constitute the voting body of the convention and shall be known as electors.

**SECTION 7—*Balloting Arrangements Committee.*** (a) At each convention the president shall appoint from among the electors a balloting arrangements committee which committee shall have charge of the arrangements of all balloting at the convention. This committee shall consist of not less than five (5) electors, as may be determined by the president.

(b) At the first session of the convention at which a quorum is required as provided in these by-laws, the president shall direct the attention of the electors to the prescribed places, the days, and the hours for making nominations for and holding elections of officers.

(c) The balloting arrangements committee shall have charge of balloting arrangements, the printing and distribution of the ballots, and the counting of the same. Before the opening of the polls, the general secretary shall provide the committee with a list of the electors as shown by the report of the credentials committee.

(d) The balloting arrangements committee shall report promptly to the convention the result of the balloting. The report shall be signed by a majority of the committee. The chairman thereof shall keep in his custody all ballots. After the committee's report has been adopted the chairman of the committee shall de-

stroy all ballots unless otherwise instructed by the convention.

#### **Elections**

**SECTION 8—*Election of Officers.*** (a) The electors shall each be entitled to cast one vote for president, for treasurer, for each of the directors to be elected each year, for one governor for each district, except in Great Britain and Ireland, and for each of the elective officers of the general council and each of the Rotary International representatives in Great Britain and Ireland.

(b) The election of all these officers shall be by secret ballot, and where there are more than two candidates such balloting shall be by means of the single transferable vote, provided, however, that in the event of there being only one nominee for any office, the electors by viva voce vote may instruct the general secretary of the convention to cast their united ballot for such nominee.

(c) The nominee for each of the offices hereinbefore mentioned who receives a majority of the votes cast for such office, after taking into account the second and subsequent preference choices, where necessary, shall be declared elected.

**SECTION 9—**All candidates or nominees for offices mentioned in this Article shall be either active, senior active, or past service members, of clubs, in good standing.

#### **Article XI**

##### **Administrative Groups**

**SECTION 1—**Wherever clubs are administered by the direct supervision of a district governor in a constituted district, the board may authorize such committees, councils or other assistants to the governor as the board may deem necessary and advisable.

**SECTION 2—**Wherever the board sets up a method of supervision in addition to the supervision of the district governors of the clubs within any area composed of two or more geographically contiguous districts, the board shall, in setting up such supervision, prescribe such rules of procedure therefor as the board, with the approval of the clubs in the districts concerned, shall deem advisable and as are approved by a convention.

#### **Article XII**

##### **Districts**

**SECTION 1—*How Established.*** For the purpose of more efficient administration, the board is authorized to divide the territory covered by clubs into districts. The president shall from time to time, as directed by the board, promulgate a list of districts together with their boundaries, provided that no change or addition shall be made over the objection of a majority of the total number of clubs in the district or districts affected thereby.

**SECTION 2—*District Assembly.*** For the purpose of providing Rotary instruction and information and the coordinating of district activities, an assembly of the incoming presidents and secretaries of all clubs in the district, the incoming district governor and such others as the board may designate, shall be held annually in the month of April or May at such time and place as the governor of each district shall determine. In special circumstances the board (a) may authorize the holding of a district assembly at a date other than provided herein, or (b) may waive the holding of such an assembly.

**SECTION 3 — *District Conference.*** (a) *Time and Place.* A conference of Rotarians of each district shall be

held annually at such time and place in the district as shall be agreed upon by the district governor and the presidents of a majority of the clubs of the district provided that the dates selected are not the same as those selected for the district assembly, the international assembly, or the international convention. The board (1) may authorize two or more districts to hold their conferences conjointly within the boundaries of any of the districts concerned, or (2) under exceptional circumstances, may authorize any district to hold its conference outside the boundaries of such district.

(b) *Conference Functions.* A district conference may adopt recommendations upon matters of importance in its district, provided such action shall be in accordance with the constitution and these by-laws, and in keeping with the spirit and principles of Rotary. Each district conference shall consider and act upon all matters submitted to it for consideration by the board and may adopt resolutions thereon.

(c) *Conference Secretary.* After consultation with the president of the host club, the district governor shall appoint the conference secretary, whose duty it shall be to cooperate with the district governor in making plans for the conference and in the recording of the proceedings thereof.

(d) *Conference Report.* Within thirty days after the close of a district conference, the district governor, or acting chairman, and the secretary thereof shall make a report in writing signed by each of them of the proceedings of the conference and transmit three copies of such report to the general secretary and one copy thereof to the secretary of each of the clubs of the district.

**SECTION 4—(a) Conference Voting.** Every active, senior active, or past service member in good standing of a club in a district, who is present at the annual conference of his district, shall be entitled to vote upon all matters submitted to a vote at such conference except the selection of the nominee for district governor, the composition and terms of reference of a nominating committee for district governor, and the election of the representative of the district on the council on legislation. Any elector shall have the right to demand a poll upon any matter presented to the conference, in which event the voting shall be restricted to electors.

(b) *Electors.* Each club in a district shall select, certify and send to the annual district conference of its district one (1) elector for every twenty-five (25), or major fraction thereof, of its members, honorary members excepted, based upon the number of members of the club as of the last day of the month preceding the month in which the conference is held, provided that each club in the district shall be entitled to at least one elector. Each elector shall be an active, senior active, or a past service member of the club and if present at the district conference shall be entitled to cast one vote in the selection of the nominee for district governor.

(c) *Proxies.* When the circumstances require it, any club located in a country other than that in which the conference of its district is held, may, with the consent of the president of Rotary International, designate as the proxy for any absent elector or electors from such club any active, senior active, or past service member of its own club or any active, senior active, or past service member of any club in the district in which the club is located, and when certified

by the president and secretary of such club he shall, in addition to any vote he may have, be entitled to vote as proxy for the non-attending elector or electors whom he represents.

**SECTION 5—District Governor.** (a) *Nomination.* Subject to the provisions of sub-section (g), each district shall select a nominee for district governor annually, not later than the district conference.

(b) *Qualifications.* Each district governor shall be an active, senior active, or a past service member in good standing of a club in the district by which he is nominated, and shall be the representative of Rotary International in such district. The district governors shall act under the general supervision of the board.

(c) *Selection of Nominee.* Except as provided elsewhere in this Section, the selection of the nominee for district governor shall be made at the district conference.

(d) *Committee.* At the first plenary session of the district conference, the district governor, or acting chairman, shall designate the place, the day and the hour for holding the election for the nomination of district governor and shall appoint a committee, consisting of three, to prepare and provide the ballot, arrange a polling place and otherwise take charge of the voting. In the event there be only one candidate, the nomination may be by acclamation.

(e) *Balloting on Nominations.* Proposals for nomination for the office of district governor shall be made on the floor of the conference by electors from the clubs in the district. Polls shall be kept open during such time as the conference may determine. When there are more than two candidates, balloting may be by the successive ballot system or by the single

transferable ballot system as may be determined by the district governor.

The candidate receiving a majority of the votes cast shall be declared nominated for the office of district governor of that district, and his nomination shall be certified by the district governor or acting chairman and by the secretary of such conference to the general secretary of Rotary International.

When the successive ballot system is employed, if on any ballot no candidate shall receive a majority vote, the one receiving the lowest number of votes shall be dropped and further ballots taken at times to be fixed by the conference until some candidate receives a majority vote.

When the single transferable ballot is employed, the second and subsequent preference choices shall be taken into account, where necessary, in determining the candidate receiving a majority vote.

(f) *Nominating Committee for District Governor.* Any district, by a majority vote of the electors of the clubs present and voting at a district conference of such district, may provide for the selection of the district governor nominee of such district by a nominating committee for district governor which committee shall be charged with the duty of proposing a candidate for district governor nominee of such district. The composition of the district nominating committee and the terms of reference thereof shall be determined as provided in a resolution adopted by a majority vote of the electors of the clubs present and voting at a district conference of the district.

Notwithstanding any nomination made by the district nominating committee, any club in the district may propose a candidate for district gov-

ernor nominee by filing with the district governor, on or before a date to be determined by him, a resolution of the club, adopted at a regular meeting thereof, naming such candidate.

If on the date so fixed no such nomination has been received by the district governor from any club in the district, the district governor shall declare the candidate of the district nominating committee to be the district governor nominee and within fifteen days thereafter shall so notify all clubs in the district.

If on the date so fixed any such nomination has been received by the district governor from any club in the district and the said nomination continues effective until the expiration of fifteen days beginning with the date so fixed, then the district governor shall notify all clubs in the district of the name and qualifications of each such candidate and that all candidates for district governor nominee will be balloted upon at the next succeeding district conference.

If on the expiration of said fifteen days, no nomination from clubs in the district continues effective, then the district governor shall declare the candidate of the district nominating committee to be the district governor nominee and within fifteen days thereafter shall so notify all clubs in the district.

If, for any cause whatsoever, no nomination continues effective at the time of the district conference, then proposals for nomination for the office of district governor shall be made from the floor of the conference by electors from clubs in the district.

The district governor shall certify the name of the district governor nominee to the general secretary within ten days after he has been declared to be the nominee.



(g) *Nominations by Mail Ballot.* When the circumstances require, the board may authorize a district to select its nominee for district governor in a ballot-by-mail which shall be conducted in the following manner:

The district governor shall issue and cause to be mailed to the members of the district nominating committee, if any, and to the secretary of every club in his district, an official call for nominations for district governor. All nominations must be made in writing and be signed by the president and secretary of the club, or in the case of a district nominating committee, by the chairman of the committee. They must be in the hands of the district governor on or before a date to be fixed by him, such date to be not less than 20 days following the issuance of the call. If there be only one candidate no ballot shall be required and the district governor shall declare such candidate to be the district governor nominee.

Where there are more than two candidates, balloting may be by the successive ballot system or by the single transferable ballot system as may be determined by the district governor.

If there are more candidates than one, the district governor shall prepare a ballot giving the name of the candidate of the district nominating committee, if any, and listing in alphabetical order the names of any candidates received by him within the time limited from clubs and shall mail a copy of said ballot to each club, with instructions that the ballot with its vote or votes cast must be returned to and received by him on or before a date to be fixed by the governor, which shall be not less than fifteen days nor more than thirty days following the date of the governor's mailing of the ballots to the clubs.

Each club shall be entitled to one vote for each twenty-five, or major fraction thereof, of its members (honorary members excepted), based upon the number of members of the club as of the last day of the month preceding that in which the selection is to be made.

The candidate receiving a majority of the votes cast shall be declared nominated for the office of district governor of that district. When the successive ballot system is employed if on any ballot no candidate shall receive a majority vote, the one receiving the lowest number of votes shall be dropped and further ballots by mail taken at times to be fixed by the district governor until some candidate receives a majority vote. When the single transferable ballot is employed, the second and subsequent preference choices shall be taken into account, where necessary, in determining the candidate receiving a majority vote.

The name of the nominee shall be certified by the district governor to the general secretary and the district governor shall at once notify the candidate of his nomination. The name of the nominee shall be placed on the ballot in the election of officers at the next succeeding annual convention.

(h) *Special Elections.* In the event any district shall fail to select a nominee for the office of district governor, or in the event a nominee for such office shall become disqualified for election, and another nominee is not selected by the district prior to the annual election of officers at the convention, the board shall, by a majority vote of all its members, elect a Rotarian, qualified under these by-laws, to the office of district governor.

## Article XIII Committees

SECTION 1—*Standing.* The president shall appoint the members of the following standing committees:

Constitution and By-Laws Committee

Convention Committee

Districting Committee

Finance Committee

Magazine Committee

Program Planning Committee

provided that the president shall appoint the convention committee for the convention to be held in the Rotary year next succeeding that in which he held office.

The standing committees shall begin to function on the first day of July of the Rotary year for which they are constituted.

SECTION 2—*Special.* The president may appoint such special committees as are necessary in his judgment, or in the judgment of the board of directors. A special committee appointed to serve until its specific purpose is accomplished shall be known as an ad hoc committee. The term of service of special committees, except ad hoc committees, shall end with the close of the Rotary year in which such special committees are appointed. The term of service of an ad hoc committee shall end when the specific purpose is accomplished for which such ad hoc committee was appointed or the committee is discharged by the board.

SECTION 3—*Chairman and Vacancies.* The president shall designate the chairman of each committee, and shall have the power to fill all vacancies that occur in such committees.

(i) *Duties.* The district governor shall preside at the annual conference and at the annual assembly of his district. He shall, under the general supervision of the board, be charged with the particular duty of furthering the object of Rotary International, of supervising the organization of new clubs in his district, and of promoting cordial relations between the clubs in his district, and between the clubs and Rotary International.

(j) *District Governors—Vacancy.* In the event of a vacancy in the office of district governor through any cause whatsoever, the board shall have power, by a majority vote, to elect a Rotarian, qualified under these by-laws, to fill the vacancy in the office for the unexpired term, to perform the duties and to exercise all the powers and privileges of the office, provided that the president may appoint a qualified Rotarian as acting district governor to perform the duties and to exercise all the powers and privileges of the office until such vacancy shall have been filled by the board.

In the event of a temporary inability on the part of a district governor to perform the duties of his office, the president may appoint a qualified Rotarian as acting district governor to perform the duties and to exercise all the powers and privileges of the office of district governor during such period of inability.

In the event that a district governor having been elected at the annual convention is outside his district and unable to return at the time he is to take office, his immediate predecessor shall continue to exercise the functions of governor of the district, until the actual district governor has returned.



**SECTION 4—Advisory Committees.**

(a) The board may authorize a district governor to set up district committees for advisory purposes.

(b) The board may authorize any group comprising all the clubs in one nation to form an advisory committee to study problems of national policy in such nation, and to submit for the approval of the board a program of public service activities by such clubs.

(c) The board may set up an advisory committee composed of representatives of the clubs in any region comprising two or more countries to study the problems of Rotary policy and procedure within the region and to make recommendations to the board.

**SECTION 5—Ex Officio Membership.**

The president shall be an ex officio member of all committees of Rotary International, excepting the nominating committee for president. Every ex officio member of any committee shall have all the privileges of membership thereon.

**SECTION 6—Term of Service.** No person shall be eligible to serve on the same committee of Rotary International for more than two years except as may be otherwise provided in these by-laws, in the rules of procedure for regional and other committees, or in special action by the convention establishing committees. No person who has served on a committee for two years shall be eligible for subsequent appointment to the same committee. The provisions of this section shall not apply to an ex officio member of any committee, nor to members of ad hoc committees.

**SECTION 7—Constitution and By-Laws Committee.** This committee shall consist of three members, one of whom shall be appointed each year for a term of three years. It shall be the

duty of this committee to counsel the board on all matters pertaining to the constitutional documents of Rotary International.

**SECTION 8—Convention Committee.**

The convention committee for each convention shall consist of five members. The convention committee shall have responsibility for the preparations for conducting the convention for which it is appointed, which shall include all matters in connection with such convention not specifically delegated to any officer or to any other committee by these by-laws or by the board.

Each convention committee shall continue to serve until the accounts of its convention shall be closed and its final report shall have been accepted by the board.

**SECTION 9—Districting Committee.**

This committee shall consist of three members, one of whom shall be appointed annually from the board for a term of three years.

This committee shall assist the board and the president in establishing new districts and adjusting the boundaries of existing districts.

**SECTION 10—Finance Committee.**

This committee shall consist of five members, one of whom shall be appointed for a term of one year and four other members, two of whom shall be appointed each year for a term of two years.

It shall be the duty of this committee:

- (1) To prepare and recommend the budget of Rotary International in sections relating to general administration and the magazine in its various editions;

- (2) To recommend depositories for the funds of Rotary International;

- (3) To supervise the books of account and the methods of accounting used by Rotary International;

- (4) To counsel the board on all matters pertaining to the finances of Rotary International.

**SECTION 11—Magazine Committee.**

This committee shall consist of five members of whom a majority shall have had experience in the publishing or allied fields. Three members shall be appointed one each year for a term of three years and two members shall be appointed annually for a term of one year.

It shall be the duty of the committee:

- (1) To assist the board in the publication of the official magazine in all its editions;
- (2) To recommend policy and program with respect to editorial, business, advertising, circulation, and promotional aspects of the magazine;
- (3) To compile suggestions for the magazine section of the budget for submission to the finance committee for its use in preparing and recommending the budget of Rotary International;
- (4) To recommend advertising rates for the magazine in its various editions;
- (5) To recommend subscription prices to the editions of the magazine of Rotary International and discounts to magazine subscription agencies;
- (6) To counsel the board on all matters pertaining to the magazine.

**SECTION 12—Program Planning Committee.** (a) This committee shall consist of eight members, four of whom shall be appointed each year for a term of two years.

(b) It shall be the duty of the program planning committee:

- (1) To study and report to the board on any matters referred to it by the board.
- (2) To concern itself with the preparation of plans and with the ways and means for acquainting both Rotarians and the general public with the object of Rotary and with the history, organization and purposes of Rotary International.
- (3) To recommend or suggest ways and means to achieve the acceptance and application of the object of Rotary.
- (4) To prepare, assist in the preparation of, or supervise the preparation of, specific programs, pamphlets and other literature, which may be helpful in the program of Rotary International.

**SECTION 13—Qualifications of Committeemen.** The chairman and each member of a committee shall be an active, senior active, or past service member of a club.

**SECTION 14—Secretary of Committees.** The general secretary shall be the secretary of all committees, unless otherwise provided in these by-laws or in special action by the convention or by the board in establishing committees. The general secretary may designate a secretary to serve in his place.

**SECTION 15—Quorum.** A majority of all the members of a committee shall constitute a quorum at any meeting of such committee, unless other-

wise provided in these by-laws or in special action by the convention or by the board in establishing committees.

**SECTION 16—Transaction of Business by Communication.** A committee may transact business by mail, telegraph, radiogram or telephone under such rules of procedure as may be prescribed by the board unless otherwise provided in these by-laws or in special action by the convention or the board.

**SECTION 17—Authority.** All committee action, except that of the nominating committee for president, shall be subject to the approval of the board.

## Article XIV

### Fiscal Matters

**SECTION 1—Fiscal Year.** The fiscal year of Rotary International shall begin on the first day of July and end on the thirtieth day of June.

**SECTION 2—Club Reports.** On the first day of July and on the first day of January in each year, each club shall certify to the board the number of its members on such date. The certificate shall be signed by the club president and the club secretary and shall be transmitted to the general secretary.

**SECTION 3—Dues.** Each club shall pay to Rotary International for each of its active, senior active, and past service members per capita dues of three dollars (\$3.00) per half year. The board may remit to any club such portion of said dues as to the board may seem just.

**SECTION 4—Date of Payment.** (a) On the first day of July and the first day of January of each year, dues shall be due and payable on

the basis established in Section 3 of this Article. Dues shall be payable to Rotary International in United States currency; however, when it is impossible or impractical for a club to pay its dues in United States currency, the board may authorize payment in other currency. If the currency of any country is devalued to such an extent that the clubs in that country are required to pay an excessive amount of their own currency to meet their obligations to Rotary International, the board may adjust the payments due from the clubs in that country. The board also may grant an extension of time for payment of dues when emergency conditions make such action advisable.

(b) No club shall be liable for payment of dues until the semi-annual period following its date of admission.

**SECTION 5—Budget.** Each year the board shall adopt a budget for the succeeding fiscal year, and the budget may be revised by the board in the succeeding fiscal year if necessary.

**SECTION 6—Audit.** The board shall provide for and cause to be made an audit of the books of accounts of Rotary International annually, or at more frequent periods, by licensed, certified or chartered public accountants, or auditors of recognized standing in the country, state or province in which the audit is made. The general secretary and treasurer shall submit their books and vouchers for audit whenever required by the board.

## Article XV

### Code of Ethics

The Rotary code of ethics heretofore adopted shall not be changed or amended except in the manner provided herein for the amendment of these by-laws.

## Article XVI

### Name and Emblem

**SECTION 1—Preservation.** In fulfillment of the purposes and object of Rotary International, the board shall maintain and preserve an emblem, badge and other insignia of Rotary International for the exclusive use and benefit of all Rotarians.

**SECTION 2—Use Restricted.** Neither the name, emblem, badge or other insignia of Rotary International nor of any club shall be used by any club or by any member of a club as a trademark or special brand of merchandise or for any commercial purpose. The use of such name, emblem, badge or other insignia in combination with any other name or emblem is not recognized by Rotary International.

## Article XVII

### Other Administrative Matters

**SECTION 1—Attendance Reports.** Each club shall make monthly reports of the attendance at its meetings, to its district governor, if any, or otherwise to the general secretary, immediately following the last meeting of each month.

**SECTION 2—Every active, senior active, and past service member of a Rotary club shall have the privilege of attending, and is encouraged to attend the regular meeting of any other Rotary club whenever possible.**

**SECTION 3—International Assembly.** (a) *Time and Place.* There shall be held annually an international assembly for the purpose of conference and planning cooperatively the work and activities of Rotary International for the ensuing year. The board shall determine the time and place for the meeting of the international assembly

and shall be responsible for the program therefor.

(b) *How Constituted.* The international assembly shall be constituted as follows: The president, the other directors, the president nominee, if any, and the directors nominee, the general secretary, the treasurer, the district governors nominee, the members nominee of the general council of Rotary International in Great Britain and Ireland, the chairmen of the committees of Rotary International, and such other persons as the board may designate.

(c) *Special or Sectional Assemblies.* To meet an emergency or special condition, the board may arrange for the holding of two or more such assemblies, or of sectional assemblies at such times and places as it may prescribe.

**SECTION 4—Council of Past Presidents.** (a) *How Constituted.* The council of past presidents (hereinafter referred to in this section as the council) shall be a standing council composed of the past presidents holding active, senior active or past service membership in a club.

The president shall be ex-officio a member of the council with the privilege of attending its meetings and taking part in its deliberations, but shall have no vote in the proceedings thereof.

(b) *Officers.* The penultimate past president shall be the chairman and the council member next preceding the penultimate past president shall be the vice-chairman of the council.

The general secretary shall be the secretary of the council but he shall not be a member thereof.

(c) *Duties.* The council may give advice and make recommendations to the board and generally act in an advisory capacity to it.

(d) *Meetings.* The council shall meet at least once each year at such time and place as may be determined by the board.

There shall be an agenda for each meeting of the council. The agenda shall include such topics as are referred to the council by the board and any other topics as may be placed on the agenda by the council.

The board may delegate to the president the right to act on its behalf in authorizing meetings of the council.

(e) *Report.* The chairman of the council shall make a report to the board. No publicity shall be given thereto unless such report shall be released in whole or in part for that purpose by the board.

**SECTION 5—Regional Conferences of Rotary International.** Conferences of members of clubs to be known as regional conferences of Rotary International may be called by the board at such times and places as the board shall determine.

The board shall designate the clubs, the members of which may participate in a regional conference; shall prescribe how such conferences shall be called, the organization and conduct thereof, and all other details including rules of procedure therefor.

The purposes of such regional conferences shall be to bring together the members of clubs in any region in which Rotary clubs are located, in order to develop and promote acquaintance and understanding; to provide a forum for the exchange of ideas and the discussion of such topics as fall within the object of Rotary.

Consistent with the purposes thereof a regional conference may adopt resolutions as recommendations to the board.

**SECTION 6—Rules of Order.** Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by the constitution or these by-laws, or by special rules of procedure adopted by Rotary International.

### Article XVIII Official Magazine

**SECTION 1—Authority.** The board shall publish, or have published under its supervision and control, a monthly magazine which shall be the official magazine of Rotary International. It shall be published in as many editions as the board shall authorize, the basic edition being published in English and being known as *The Rotarian*. The purpose of the official magazine shall be to serve as a medium to assist the board of directors in the furtherance of the purposes of Rotary International and the attainment of the object of Rotary.

**SECTION 2 — The Rotarian — Subscriptions.** (a) Each club in the United States of America and Canada shall make it a condition of membership that each of its active, senior active, and past service members shall become a paid subscriber to said periodical publication and shall continue as such as long as he holds membership. Such subscription shall be collected by the club from each member as part of, or in addition to, his regular dues. Each club shall enter subscriptions in its books in a special subscription account and shall forward the subscription price for its members to Rotary International, acting as agent for such subscribers.

(b) The subscription price of *The Rotarian* shall be as follows: Two dollars (\$2.00) United States currency (or the equivalent in the currency of the country in which the club is

located) per annum in the United States of America and Canada, and in Cuba and other countries where the minimum postal rate prevails; and two dollars and fifty cents (\$2.50) United States currency (or the equivalent in the currency of the country in which the club is located) per annum in all other countries; provided that the board may grant trade discounts to magazine subscription agencies and may make a special subscription rate to public libraries, hospitals, educational, charitable, and other public welfare institutions and for gift and international service subscriptions.

Subscription prices to other editions of the official magazine shall be determined by the board.

(c) No part of the income of the magazine for a given year shall be appropriated for other purposes than its publication and improvement and, unless otherwise provided by the board, any excess of income over expenditure shall be transferred to the general fund surplus of Rotary International at the end of the year.

### Article XIX The Rotary Foundation

**SECTION 1—**The title to all property of The Rotary Foundation shall be vested in five trustees and their successors, who, except as otherwise provided by these by-laws or by the terms of the gift, devise, or bequest, shall hold, invest, manage, and administer it, and with the approval of the board, expend the corpus or the income therefrom, as a single trust, for the furtherance of the purposes of Rotary International or the object of Rotary, or of any philanthropic, charitable, educational, or other eleemosynary purpose, object, movement, or institution, approved by the board.

In administering the property of The Rotary Foundation, unless otherwise specifically provided by the terms of the gift, devise, or bequest, the trustees shall have power to sell, lease, transfer, or exchange all or any part of said property at such prices and upon such terms and conditions and in such manner as they may deem best; to execute and deliver any proxies, powers of attorney, or agreements that they may deem necessary or proper and that may be permitted by law; to invest and reinvest in such loans, securities, or real estate as they may deem suitable for the investment of trust funds, irrespective of any law now or hereafter in force limiting the investments of trust funds, insofar as the laws of the jurisdiction where the investment is made may permit; to determine whether money or property coming into their possession shall be treated as principal or income and charge or apportion any expenses or losses to principal or income according as they may deem just and equitable; to select and employ in and about the execution of the trust, suitable agents and attorneys, including the employment of a trust company or trust companies to whom may be delegated, with the right of revocation reserved, such powers in managing and investing the trust estate as the trustees may deem advisable, and as the laws of the jurisdiction may permit, and to pay their reasonable compensation and expenses; and the trustees in no event are to be held liable for any neglect, omission, or wrong-doing of such agents or attorneys, provided reasonable care shall have been exercised in their selection; and the trustees, save for their own gross neglect or willful default, shall not be liable for any loss or damage.

**SECTION 2—**The first five trustees shall, with the approval of the board, be appointed by the president, one to

serve for a term of one year, one for a term of two years, one for a term of three years, one for a term of four years, and one for a term of five years. Subsequent appointments shall be made by the president, with the approval of the board for a term of five years. Each trustee shall be an active, senior active, or past service member of a club and should any trustee cease to be, his office shall thereby be vacated.

The board by a three-fourths vote, shall have the power to remove any trustee for good and sufficient cause, provided notice of the time and place of the meeting at which they propose to take such action shall first be given to all the trustees, and provided the trustee whom it is proposed to remove shall at such meeting be given an opportunity to be heard.

In case of the death, resignation, removal or disability of a trustee, the president shall, with the approval of the board, appoint a successor to serve for the unexpired term.

Successor trustees, however, or for whatever reason appointed or created, shall have all powers and discretions and shall be charged with like duties in all respects as herein conferred upon the original trustees.

SECTION 3—The president shall each year, with the approval of the board, designate one of the trustees as chairman of that year; and in case of the death, resignation or disability of the chairman, the president shall, with the approval of the board, designate a chairman to serve for the unexpired term.

SECTION 4—The trustees shall serve without compensation.

SECTION 5—The trustees shall be charged with the responsibility of preparing and disseminating information

regarding the purposes and operation of the Foundation, and forms for gifts, devises, and bequests thereto.

SECTION 6—The trustees shall have full power to expend the income from, or the corpus of, any property of The Rotary Foundation for any purpose specifically prescribed by the donors or testators. All other expenditures from the income from any property of The Rotary Foundation, except necessary expense of administration, shall be made only after the board, or a convention, shall have first provided therefor by resolution; but any such expenditure, notwithstanding the fact that it has been provided for by resolution of the board or a convention, shall not be made unless a majority of the trustees has first approved thereof. No part of the corpus of The Rotary Foundation, except for a purpose specifically prescribed by the donors or testators, shall be expended unless ordered by a resolution of a convention, and by a resolution of the board, and with the approval of a majority of the Foundation trustees.

SECTION 7—The trustees, by special authority of a resolution of a convention or of the board, may take all steps deemed by them necessary or advisable to incorporate The Rotary Foundation under such jurisdiction and such form of charter, as may be prescribed by the resolution or if not so prescribed, as the trustees think proper, whenever, in the opinion of the trustees, such incorporation is necessary or advisable in order to make legal or to prevent the lapsing of any gift, devise, or bequest, or for the proper or suitable administration of The Rotary Foundation; and upon such incorporation and upon proper conveyances being made by the trustees to the corporation, the title to all the properties of The Rotary Foundation shall thereupon be vested in

the corporation and the corporation shall have and may exercise all the rights, powers, privileges, and immunities, and shall perform all the duties theretofore vested in the trustees.

SECTION 8—All necessary expenses of administering The Rotary Foundation, including the expenses of the trustees, unless they be otherwise provided by the board shall, when approved by a majority of the trustees and by the board, be paid out of the funds of the Foundation.

SECTION 9—The trustees, with the approval of the board, may adopt such rules and regulations for the administration of the Foundation as in their opinion may be necessary or advisable; and all such rules and regulations, except they be illegal or contrary to the specifically expressed intention of the donor or testator, or contrary to the constitution and by-laws of Rotary International, shall become terms and provisions of the trust.

SECTION 10—The trustees shall not be required to give any bond for the faithful performance of the trust, any such bond required by any jurisdiction being waived.

## Article XX Amendments

SECTION 1—*Time.* These by-laws, except in an emergency as provided in Article VI, Section 2, of these by-laws, may be amended only at a convention held in an even-numbered year by a majority vote of the electors

present and voting at the time such amendments are submitted to the convention.

SECTION 2—*Who May Propose.* Amendments to these by-laws may be proposed only by a club, by a district conference, by the general council or the conference of Rotary International in Great Britain and Ireland, by the council on legislation, or by the board.

SECTION 3—*Procedure.* Any proposal to amend these by-laws shall be delivered to the general secretary not later than the first day of April in the year preceding the date of opening of the meeting of the council on legislation.

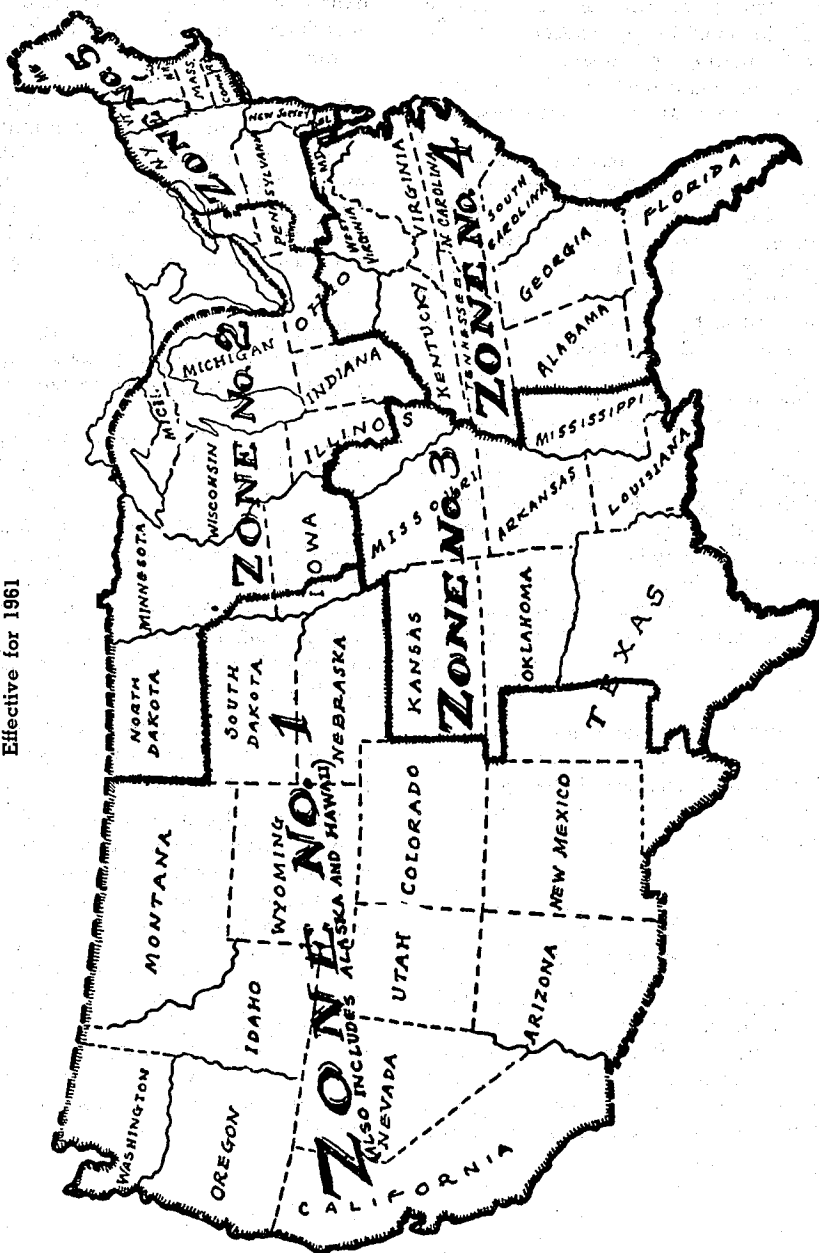
The general secretary of Rotary International shall mail a copy thereof to the secretary of each club by the first day of August in the Rotary year in which the council on legislation and the convention are to consider legislation.

The general secretary shall transmit directly to the council all duly proposed amendments.

The council shall consider each such duly proposed amendment and any proffered amendment thereof and report to the convention its recommendation for action thereon.

SECTION 4—*Financial Changes.* Amendments making any change in the amounts payable as dues by clubs shall not become operative until January 1st following the convention wherein such amendments have been enacted.

MAP OF ZONES IN U.S.A. FOR NOMINATION OF DIRECTORS  
Effective for 1961



## MEMORANDA

### Districts Comprised in Zones in U.S.A. for Nomination of Directors

For the purpose of nominating directors of Rotary International, and for such other purposes as are specifically provided for in the by-laws, the United States of America is divided into five zones. Each zone is composed of the clubs of the United States in a group of contiguous districts, as determined by the board of directors of Rotary International. (See Sec. 4, Art. X, R.I. by-laws, pp. 45-47.)

In 1959-60, the board of directors of Rotary International agreed that the composition of the zones within the United States of America for the nomination of directors in 1961<sup>1</sup> shall be as follows:

**Zone 1:** Districts 500, \*502, \*504, \*506, \*508, 510, 511, 513, 516, 519, 522, 524, 526, 528, 530, 532, 534, 539, 542, 545, 547, 549, 552, 561, 563, 565, 573.

**Zone 2:** Districts \*558, 595, 597, 600, 622, 625, 627, \*629, 631, \*633, 636, \*638, \*640, 642, 644, 649, 654, 656, 658, 660, 663, 665, \*709, 728.

**Zone 3:** Districts 567, 569, 571, 575, 577, 579, 581, 584, 587, 589, 591, 593, 603, 605, 607, 609, 611, 615, 617, 619, 620, 646, 651, 680, 682, 684.

**Zone 4:** Districts 667, 669, 671, 674, 676, 678, 686, 688, 690, 692, 694, 696, 699, 753, 755, 757, 760, 762, 767, 769, 771, 773, 775, 777.

**Zone 5:** Districts \*704, 712, 715, 717, 719, 721, \*723, 725, 730, 733, 735, 737, 739, 741, 743, 745, 747, 749, 751, 764, \*779, \*781, \*785, 787, 789, 791, 793, 795, 798.

### \*U.S.A. Clubs.

<sup>1</sup>Note: At the 1960 convention the directors from Zones 4 and 5 were elected to serve for two years; namely, 1960-61 and 1961-62. Consequently, at the 1961 convention there are to be nominations for directors only from Zones 1, 2 and 3.

### Groups in Canada for Nomination of Director

For the purpose of nominating a director, and for such purpose only, the member clubs in Canada are divided into three groups. Each group is so constituted as to provide an approximate equality in the geographical distribution of the member clubs in Canada. (See Sec. 4, Art. X, R.I. by-laws, pp. 45-47.)

The R.I. by-laws provide that in the month of May or June in each odd-numbered year the board of directors shall publish the list of member clubs comprising each group in Canada to all member clubs in Canada and shall designate the order of rotation in which the groups shall propose a nominee for director from Canada.

In 1958-59 the board of directors of R.I. determined the composition of the three groups in Canada for the nomination of director in 1960 to be as follows:

*Western Canada* (all of Canada west of longitude 85°);  
*Central Canada* (all of Ontario East of longitude 85°);  
*Eastern Canada* (all of Canada East of Ontario).

According to the established order of rotation in which the three groups in Canada shall propose a nominee, the Central Canada group proposed a nominee for director in 1960 for election for a two year term.

### Districts Comprised in Zones in Ibero America for the Selection of Director Candidates

For the purpose of proposing candidates for director from clubs in Ibero America, and for this purpose only, Ibero America is divided into three zones. Each zone is composed of clubs of Ibero America in a group of contiguous districts, as determined by the board of directors of Rotary International. (See Sec. 4, Art. X, R.I. by-laws, pp. 45-47.)

In 1959-60, the board of directors of Rotary International agreed that the composition of the zones within Ibero America for proposing candidates for the selection of director shall be as follows:

**Zone 1:** Districts 465, 467, 468, 474, 476, 478, 481, 483, 486, 489, 491, 493, 498.

**Zone 2:** Districts 445, 449, 451, 453, 455, 457, 458, 459, 461, 463, 469, 472, 484.

**Zone 3:** Districts 400, 403, 406, 411, 413, 415, 417, 419, 424, 429, 435, 440, 446, and the non-districted clubs in British Guiana, French Guiana, Guadeloupe, Martinique, Virgin Islands, West Indies Federation.

According to the established order of rotation in which the three zones in Ibero America shall propose candidates for nomination, Zone 2 proposed candidates for nomination for director in 1960 for election for a two year term.

### National or Territorial Unit

The 1927 (Ostend) convention adopted an enactment (No. 3) amending the constitution and by-laws of Rotary International so as to provide for an area form of administration. The amendments contained in this enactment discontinued the national or territorial unit form of administration but this enactment carried the following resolution with regard to a national or territorial unit in existence prior to the Ostend convention:

"IT IS FURTHER RESOLVED that nothing in this resolution shall cancel any of the rights, privileges, powers, duties or obligations of any existing national or territorial unit under Article VIII of the constitution and Article X of the by-laws but such Article VIII of the constitution and Article X of the by-laws shall remain in full force and effect as to such existing national or territorial unit but no further or otherwise."

The foregoing provisions relating to national or territorial units will be found in the 1926 edition of the constitution and by-laws of Rotary International.

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