

Bylaws of the Rotary Club of Santa Clara

Founded August 10, 1936

Article 1: Definitions

1. Board: The Board of Directors of this Club.
2. Officer: Officers of this club include the President, President Elect, Immediate Past President, Secretary and Treasurer.
3. Director: A member who is elected to the Board of Directors.
4. Assistant Director: A member appointed by the President to assist the board as needed. This position has no vote at board meetings.
5. Regular Member: A member, other than honorary member of this Club, or a member admitted to the Club under membership categories created by Rotary International or District 5170 and adopted by the Club.
6. RI: Rotary International.
7. Rotary Year: The twelve-month period that begins on July 1 and ends on June 30.

Article 2: Board of Directors

The governing body of this club shall be the Board of Directors consisting of nine (9) members. The board shall include the five (5) Officers of the club along with the four (4) elected Directors. The nine members of the board will constitute the “Board of Directors” and will be responsible for all voting issues brought before the board. Prior to assuming the position of President, the President Elect will appoint a Sergeant at Arms as well as any Assistant Director(s) that may be needed to assist the President Elect and the board during his or her Rotary Year. The Sergeant at Arms and any appointed Assistant Director(s) will not be voting members of the board for the purpose of deciding any issue brought before the board. The positions of Sergeant at Arms and Assistant Director will be for a term of one (1) year unless extended by the following year’s President Elect and approved by that President Elect’s board.

Article 3: Elections of Officers and Directors

Section 1: Nomination Committee

Prior to November 30 of each year a Nomination Committee will be elected by ballot presented to the general membership of the club by the club Secretary. This Nomination Committee will include the President, President Elect and Immediate Past President of the club. In addition to these Nomination Committee members, the committee will consist of six (6) additional Past Presidents of the club receiving the most votes by the general membership by ballot. In the event of a tie for one of the six (6) additional members, the chair of the committee will break the tie. The individual member receiving the most votes by the general membership will chair this nine (9) member Nomination Committee. In the event of a tie for the chair the President will break the tie.

This committee will meet within 60 days of their selection for the purpose of electing a President Nominee as well as two (2) Directors. Each selected Director will assume a two (2) year position on the board to begin at the start of the next Rotary Year. The President Nominee will also assume the position of President Elect at the beginning of the next Rotary Year. Once selected, the nominating committee chair or current President of the Club will introduce the President Nominee and the two new Directors to the general membership.

The positions of Secretary and Treasurer for the next Rotary Year will be selected by the incoming President and introduced to the general membership at the beginning of the Rotary Year.

Section 2: Filling Vacancies

The most recently elected Nomination Committee will be responsible for filling any vacancy that occurs among the positions of **President**, **President Elect**, **President Nominee**, or any elected Director. All other vacancies, including that of Secretary and Treasurer, will be filled by action of the current board.

Article 4: Duties of Officers

Section 1: *President*. It shall be the duty of the President to preside at meetings of the Club and the board and to perform other duties as ordinarily pertains to the office of President.

Section 2: *President Elect*. It shall be the duty of the President Elect to serve as Vice President and perform such duties as may be prescribed by the President. The President Elect will preside at meetings of the Club in the absence of the President.

Section 3: *Secretary*. It shall be the duty of the Secretary to keep membership records; record attendance at meetings; administer the election of the nominating committee; send out notices of Club, board and committee meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the Club since the start of the July or January semiannual reporting period; report changes in membership; provide the monthly attendance report, which shall be made to the District Governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of Secretary.

Section 4: *Treasurer*. It shall be the duty of the Treasurer to have custody of all funds, accounting for all funds to the club annually and at any other time upon demand by the board, and to perform other duties as pertains to the office of Treasurer. The Treasurer shall also prepare a budget for the upcoming Rotary Year by April 30th. Upon retirement

from office, the Treasurer shall turn over to the incoming Treasurer or the President all funds, books of accounts, or any other club property.

Section 5: *Sergeant-at-Arms*. The duties of the Sergeant-at-Arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the President.

Article 5: Meetings

Section 1: Annual Meeting

An annual meeting of this Club shall be held on the first regularly scheduled Thursday meeting of the Club at the beginning of the Rotary Year. At that meeting the President will introduce his or her Secretary and Treasurer. The President may also at this meeting provide any planned budget requests and general information regarding planned activities of the Club for the ensuing Rotary Year. This meeting will be directed as a “Club Assembly” and will be conducted under the guidelines set forth in Section 3 of this Article.

Section 2: Regular Meeting

The regular meetings of this Club shall be held each Thursday at 12:15 PM. Leaving any meeting early is discouraged.

Due notice of any changes in or canceling of the regular meeting shall be given to all members of the Club. All regular members unless excused pursuant to the standard Rotary Club constitution who are in good standing on the day of the regular meeting, must be counted as present or absent. Attendance must be evidenced by the member’s being present for at least 50 percent of the time devoted to the regular meeting, either at this Club or at any other Rotary Club, or as otherwise provided in the standard Rotary Club constitution.

Section 3: Club Assembly

The President may at any time during the year call for a regular meeting to be declared a Club Assembly. This meeting will be held for the purpose of conducting Club business with the general membership and shall be attended by Club members only. At the discretion of the President, all other Rotarians and guests shall leave the meeting prior to initiation of the assembly.

Section 4: Quorum defined for Club meetings

One-third of the membership shall constitute a quorum at the annual and regular meetings of the Club.

Section 5: Board Meetings

The Board of Directors of the Club will meet monthly or as deemed necessary by the President. Additional special meetings will be held upon the request of two (2) or more directors, due notice having been given.

Section 6: Quorum defined for Board meetings

A majority of the voting board members (5 members) shall constitute a quorum for the purpose of conducting Club business.

Article 6: Club Fees and Dues

Section 1: Admission Fee

The admission fee shall be set by the board and announced to the membership when changed. This fee is to be paid before the applicant can qualify as a member, except as provided for in the standard Rotary Club constitution.

Section 2: Membership Dues

The membership dues shall be set by the board and announced to the membership when changed. The dues are per annum, payable semiannually on the first day of July and of January, with the understanding that a portion of each semiannual payment shall be applied to each member's subscription to the RI official magazine.

Article 7: Method of Voting on Club Business

All voting by both the board and the general membership will be by vocal assent. The only exception will be the ballot election of the Nomination Committee (Article 3, Section 1). For the purpose of conducting board business (including all membership issues), a quorum of five (5) voting board members must be present. For any motion before the board the voting board members for the purpose of affirming any motion that is presented must cast a minimum of 5 affirmative votes. One-third of the general membership shall constitute a quorum at any regular or annual meeting of the Club with a majority vote needed to approve any motion that is presented before the general membership.

Article 8: Five Avenues of Service

The Five Avenues of Service are the philosophical and practical framework for the work of this Rotary Club. They are Club Service, Community Service, Youth Service, Vocational Service and International Service. This Club will be active in each of the Five Avenues of Service.

Article 9: Club Committees

Club committees are charged with carrying out the annual and long-range goals of the Club based on the Five Avenues of Service. The President Elect, President, and immediate Past President should work together to ensure continuity of leadership, adherence to the Club's strategic plan, and succession planning. Committee members should be appointed to a committee for one year and extended for additional years upon approval of the President Elect to provide for continuity. The President Elect is responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of his or her year in office. It is recommended that the committee chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

Membership: This committee should develop and implement a comprehensive plan for the recruitment and retention of members. At least once annually, the committee chair shall review the blue badge requirements and if needed make recommendations for changing them to the Board.

Club Public Relations: This committee should develop and implement plans to provide the public with information about the Rotary Club of Santa Clara, Rotary International and to promote the club's service projects and activities.

Club Administration: This committee should conduct activities associated with the effective operation of the Club.

Service Projects: This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries.

Community Grants: Generally this committee oversees the submission of requests for grants coming from the community to the club by assessing them and making recommendations to the board. The committee should do so within the confines of the budget as approved by the board. The final decision to fund any grant request shall be at the sole discretion of the board.

The Rotary International Foundation: This committee should develop and implement plans to support The Rotary International Foundation through both financial contributions and program participation.

***Club Bylaws:* This committee shall meet annually to determine if our bylaws are up to date or if a modification is required. The committee shall only consist of Past Club Presidents, Club President Elect or Club President Nominee. The most senior member of this committee in Rotary years of membership shall be the chair.**

Additional ad hoc committees may be appointed as needed.

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

- (b) Each committee shall transact its business as is delegated to it in these bylaws 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 and approved by the board.

- (c) Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee, and shall report to the board on all committee activities.

Article 10: Establishment of Committee Duties

The duties of all committees shall be established and reviewed by the President for his or her year. In declaring the duties of each, the President shall reference to appropriate RI materials. The Service Projects Committee will consider the Avenues of Vocational Service, Community Service, and International Service when developing plans for the year.

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

Article 11: The Santa Clara Rotary Foundation

This Club shall sponsor a foundation named The Santa Clara Rotary Foundation. This foundation will have its own Board of Directors as dictated by its own set of bylaws.

Article 12: Requesting a Leave of Absence from the Club

Upon written application **sent to the Club President** setting forth good and sufficient cause, a leave of absence **for a minimum of 90 days up to 180 days maximum** may be granted by the board excusing a member from attending or paying for the meetings of the Club for a specified period of time **subject to the regulations of the Board of Directors as enacted from time to time. An additional Leave of Absence may be granted by the Board of Directors if requested by the Member following all procedures.**

Club dues, including but not limited to, Rotary International dues, District dues, Birthday, and Anniversary fines will all be prepaid for the entire fiscal Rotary Year prior to the beginning of the Leave of Absence. If your Leave of Absence goes into the next Rotary fiscal year you will also be required to prepay that year in its entirety prior to the Leave of Absence beginning.

The Leave of Absence ends immediately when the approved time ends or the member attends a regular Thursday club meeting.

Article 13: Administration of Club Finances

Section 1: The Treasurer shall deposit all club funds in a bank. The board will designate the bank or banks to use.

Section 2: The Treasurer or other authorized officer of the Club authorized by the board shall pay all Club bills.

Section 3: A qualified person shall make a thorough review of all Club financial transactions at least once each year.

Section 4: The Treasurer shall provide the board with a monthly financial statement and balance sheet along with any bank statements for accounts held by the Club.

Section 5: The fiscal year of this Club shall extend from 1 July to 30 June, and for the collection of member's dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the Club on these dates.

Article 14: Method of Electing New Members

Section 1: All prospective members shall meet the qualifications for Rotary as outlined in the current RI constitution.

Section 2: A prospective member will be invited to attend up to three (3) club meetings as a guest of the club. At one of these three meetings the prospective member will be introduced to the membership chair by their sponsor or a club member so that the membership chair can explain the obligations of a member to the club.

Section 3: At the conclusion of the three meetings the membership chair will set a time for a Rotary Information session for the prospective member. This session is conducted by the Rotary Information Committee which includes the membership chair and at least three (3) other past presidents of the club. The club secretary is also invited to attend. The purpose of this session is to interview the candidate and to provide the candidate with information regarding all privileges and responsibilities of membership. The Rotary Information Committee will obtain sufficient information regarding the candidate's qualification for membership so that the board may have all the necessary information needed for a vote to admit the candidate to membership.

Section 4: If the Rotary Information Committee is of the opinion that the candidate is a viable candidate for membership in the club, and if the candidate wants to proceed with becoming a member, the member shall pay the initiation fees set by the board and receive an invitation to meet with the board prior to a board meeting. Prior to meeting with the candidate, the board will review the proposal to ensure that the proposed member meets all classification and membership qualifications.

Section 5: The prospective member will meet with board members in a social environment generally held prior to a board meeting. This will last about thirty minutes during which period the board members and the prospective member can get to know one

another. The prospective member will leave prior to the start of the board meeting.

Section 6: The board will then vote on accepting or rejecting the proposed candidate for membership. All comments or opinions regarding the candidate will be made to the board only and will remain confidential. If approved for membership by the board the candidate's name will be published to the Club's regular membership.

Section 7: Members can make written objections regarding any proposed candidate. These objections must be submitted in confidence to the Club Secretary for consideration by the board. If no written objection to the proposal, stating reasons, is received by the board from any regular member of the Club within seven (7) days following the publication of information about the prospective member, that person, upon payment of the admission fee as prescribed in these bylaws, shall be considered to be elected to membership.

If any such objection has been filed with the board, it shall vote on this matter at its next meeting. This vote and the comments will remain confidential to the board. If approved despite the objection, the proposed member, upon payment of the admission fee will be a member of the Club. If the objection is upheld the membership chair shall inform the candidate of membership denial to the club.

Section 8: Following the election, the President shall arrange for the new member's induction, membership certificate, and new member Rotary literature. In addition, the President or Secretary will report the new member information to RI and the President will assign a mentor to assist with the new member's assimilation to the Club as well as assign the new member to a Club committee.

Section 9: The Club may elect, as proposed by the Board and in accordance with the standard Rotary Club constitution, regular, honorary, or members under other membership categories adopted by the Club.

Article 15: Attendance Requirements

Section 1: *General Provisions*. Each member should attend this Club's regular meetings. A member shall be counted as attending a regular meeting if the member is present for at least 50 percent of the meeting, or is present and is called away unexpectedly and subsequently produces evidence to the satisfaction of the board that such action was reasonable, or makes up for an absence in any of the following ways:

- (a) 14 Days Before or After the Meeting: If, within 14 days before or after the regular time for that meeting, the member
 - (1) Attends at least 50 percent of the regular meeting of another Club or provisional Club; or
 - (2) Attends a regular meeting of a Rotaract or Interact Club, Rotary Community Corps, or Rotary fellowship or of a provisional Rotaract or Interact Club, Rotary Community Corps, or Rotary Fellowship; or other events designated by the club board; or
 - (3) Attends a convention of RI, a council on legislation, an international assembly,

a Rotary institute for past and present officers of RI, a Rotary institute for past, present, and incoming officers of RI, or any other meeting convened with the approval of the board of directors of RI or the President of RI acting on behalf of the board of directors of RI, a Rotary multizone conference, a meeting of a committee of RI, a Rotary district conference, a Rotary district assembly, any district meeting held by direction of the board of

directors of RI, any district committee meeting held by direction of the district governor, or a regularly announced intercity meeting of Rotary clubs; or

- (4) Is present at the usual time and place of a regular meeting of another Club for the purpose of attending such meeting, but that Club is not meeting at that time or place; or
- (5) Attends and participates in a Club service project or a club sponsored community event or meeting authorized by the board; or
- (6) Attends a board meeting or, if authorized by the board, a meeting of a service committee to which the member is assigned; or
- (7) Participates through a Club web site in an interactive activity requiring an average of 30 minutes of participation.

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

(b) At the Time of the Meeting: If, at the time of the meeting, the member is

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

Section 2: Extended Absence on Out-posted Assignments. If a member will be working on an out-posted assignment for an extended period of time, attendance at the meetings of a designated Club at the site of the assignment will replace attendance at the regular meetings of the member's Club, provided there is a mutual agreement between the two Clubs.

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

- (a) The absence complies with the conditions and under circumstances approved by the board. The board may excuse the member's absence for reasons, which it considers to be good and sufficient.
- (b) The member has been in the Santa Clara Rotary Club for at least 15 years; the aggregate of the member's years of age and the member's number of years in Rotary is 85 or more; and the member has notified

the Club Secretary in writing of the member's desire to be excused from attendance and the board has approved.

Section 4: *RI Officer's Absences*. A member's absence shall be excused if the member is a current officer of RI or District 5170.

Section 5: *Attendance Records*. Any member whose absences are excused under the provisions of subsection 3(b) or section 4 of this article shall not be included in the membership figure used to compute this club's attendance.

Section 6: *Attendance Secretary*. The President will appoint a member to act as Attendance Secretary. The Attendance Secretary will monitor each member of the Club to verify that all members meet the minimal requirements of membership (attend 50% of all Club meetings, fundraisers, community service projects or Club events) as outlined in the RI constitution. It is the individual member's responsibility to inform the Attendance Secretary of his/her attendance at other Rotary events. The Attendance Secretary will report to the board in January and July to identify those members not fulfilling the minimum requirements of membership. The member not meeting the requirements will then be given a six month period to demonstrate that they will comply with the Club's attendance requirements or be subject to termination of membership (as outlined in Article 16, section 4 of these bylaws).

Article 16: Duration of Membership

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

Section 2. *Automatic Termination*.

- (a) Membership Qualifications. Membership shall automatically terminate when a member no longer meets the membership qualifications, except that:
 - (1) The board may grant a member moving from the locality of this Club or the surrounding area a special leave of absence not to exceed **90 days** to enable the member to visit and become known to a Rotary Club in the new community if the member continues to meet all conditions of Club membership.
 - (2) **Any Club dues, including but not limited to, Rotary International dues, District dues, Birthday, and Anniversary fines will all be prepaid for prior to leave of Absence.**
 - (3) The board may allow a member moving from the locality of this Club or the surrounding area to retain membership if the member continues to meet all conditions of Club membership.
- (b) How to Rejoin. When the membership of a member has terminated as provided in subsection (a) of this section, such person, provided such person's membership was in good standing at the time of termination, may make a new application for membership, under the same or another classification. A second admission fee shall not be required.

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

Section 3. Termination: Non-payment of Financial Obligations.

- (a) Process. A membership may be terminated if the member fails to pay financial obligations to the Club or Santa Clara Rotary Foundation within a sixty-day (60) period from the time of billing. The member may ask and receive a thirty-day (30) extension for the purpose of settling outstanding bills. Bills not paid after ninety-days (90) from billing will be reviewed by the board and, given no acceptable reason for non-payment, will result in automatic termination.
- (b) Reinstatement. The board may reinstate the former member to membership upon the former member's petition and payment of all indebtedness to this Club.

Section 4. Termination: Non-attendance.

- (a) Attendance percentages. A member must:
 - (1) Attend at least 50 percent of club meetings in each half of the year;
 - (2) Make up meetings at other clubs along with other make up procedures detailed in Article 15 will count towards reaching the 50 percent requirement. (Assistant Governors, as defined by the board of directors of RI, shall be excused from this requirement).

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

Section 5. Termination: Other Causes.

- (a) Good Cause. The board may terminate the membership of any member who ceases to have the qualifications for membership in this Club or for any good cause by a vote of not less than two-thirds of the board members, at a meeting called for that purpose. **Good cause may include non-payment of annual membership dues, conviction of a crime, inappropriate behavior with those that Rotary serves, contentious or confrontational relations with other Members, or any behavior that the Board of Directors determines is detrimental to the mission and reputation of the Rotary Club of Santa Clara.**
- (b) Notice. Prior to taking any action under subsection (a) of this section, the member shall be given at least ten (10) days' written notice of such pending action and an opportunity to submit a written answer to the board. The member shall have the right to appear before the board to state the member's case. Notice shall be by personal delivery or by registered letter to the member's last known address.
- (c) Harassment. The Santa Clara Rotary Club has a zero tolerance policy regarding sexual misconduct, harassment or bullying. This includes making unwanted or unaccepted advances towards another person, unwanted or unaccepted touching of any part of another person's body, or requesting sexual favors of any kind by

promising some special reward (quid-pro-quo). In addition, the creation of a hostile environment, by the use of foul language, innuendo, crude jokes, or any sexually related conversation, is unacceptable during any Rotary activity.

All members must respect everyone at all times and refrain from the unwanted touching of fellow members, guests, volunteers, or any other person in any manner. Any member caught in the act of harassment will be removed from the club by a two-thirds (2/3) vote of the Board. Members who feel they have been or are being harassed by another member of the club must bring it to the attention of the President or another active board member. That person will be required to provide in writing why they feel they have been harassed with names, details, dates and times in a signed letter, as well as complete and sign an inquiry form supplied by the Club.

- a. When the Board becomes aware of any allegations of harassment under this section the Board shall form a committee to investigate and handle the claims. The committee shall develop a process to deal with the situation taking into account the District or RI guidelines and rules in effect at the time and make a recommendation to the Board.
- (d) Youth Protection. The Santa Clara Rotary Club has a zero tolerance policy for child abuse of any kind. All members must respect our youth at all times and refrain from abuse of the youth in our community. Any member caught in the act of abuse will be removed from the club by a two-thirds vote of the Club Board. Anyone who feels that another Member has abused or is abusing our youth must bring it to the attention of the President or another active board member. That person will be required to provide in writing why they believe the other Member has been abusive and provide names, details, dates and times in a signed letter, as well as complete and sign an inquiry form supplied by the club.
- a. When the Club becomes aware of any allegations of abuse under this section the Board shall form a committee to investigate and handle the claims. The committee shall develop a process to deal with the situation taking into account the District or RI guidelines and rules in effect at the time and make a recommendation to the Board.

Section 6. *Right to Appeal*

- (a) Notice. Within seven (7) days after the date of the board's decision to terminate membership, the Secretary shall give written notice of the decision to the Member. Within fourteen (14) days after the date of the notice, the Member may give written notice to the Secretary of the intention to appeal to the Club Board.
- (b) Appeals Committee. In the event of an appeal a committee to hear the appeal will be formed. The Appeals Committee shall be comprised of three (3) Past Presidents who are club members and are not on the current Club Board. Past Presidents who have been Past District Governors will be invited to serve on this Committee.
- (c) Date for hearing of appeal. In the event of an appeal, the Appeals Committee set a date for the hearing of the appeal at a regular club board meeting to be held within twenty-one (21) days after receipt of the notice of appeal.
- (d) Appeal. If an appeal is taken, the action of the Appeals Committee shall be final and binding on all parties and shall not be subject to future appeal.

Section 7. *Board Action final.* Board action shall be final if no appeal to the Appeals Committee is made within the timeframe proscribed above in Section 6(a).

Section 8. *Resignation.* The resignation of any member from this Club shall be in writing, addressed to the President or Secretary. The board shall accept the resignation if the member has no indebtedness to this Club.

Section 9. *Forfeiture of Property interest.* Any person whose Club membership has been terminated in any manner shall forfeit all interest in any funds or other property belonging to this Club.

Section 10. *Temporary Suspension.*

Notwithstanding any provision of these Bylaws, if in the opinion of the board:

- (a) Credible accusations have been made that a Member has refused or neglected to comply with these Bylaws, or has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Club; and
- (b) Those accusations, if proved, constitute good cause for terminating the membership of the member, and
- (c) It is desirable that no action should be taken in respect of the membership of the member pending the outcome of a matter or an event that the board considers should properly occur before such action is taken by the board, and
- (d) That in the best interests of the Club and without any vote being taken as to his or her or her membership, the member's membership should be temporarily suspended and the member should be excluded from attendance at meetings and other activities of this Club and from any office or position the member holds within the Club. For the purposes of this clause, the member shall be excused from fulfilling attendance responsibilities; the board may, by a vote of not less than two-thirds of the board, temporarily suspend the member as aforesaid for such period and on such further conditions as the board determines, albeit for a period no longer than is reasonably necessary in all the circumstances.

Article 17: Club Resolutions

The club shall not consider any resolution or motion to commit the Club on any matter until the board has considered it. Such resolutions or motions, if offered at a Club meeting, shall be referred to the board without discussion.

Article 18: Past President Definition

A club member that serves as our Club President for the entire Rotary fiscal year. In the event the Club Board of Directors removes him or her for cause from this position that person will not be referred to as a Past President or receive any of the benefits or recognition and will not have any of the responsibilities of Past President. Prior to a vote by the Club Board of Directors to remove a Club President, the President will have an opportunity to present his/her case to the Club Board of Directors.

- 1. Exception: A Club President that steps down due severe medical reasons will be recognized as a Past President if he/she has served a minimum term of 6 months in office.**

Article 19: Amendments to these Bylaws

These bylaws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present, provided that the notice of such proposed amendment shall have been mailed to each member at least ten (10) days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the standard Rotary Club constitution and with the constitution and bylaws of RI.

*July 1, 2008: These bylaws were amended by Past Presidents: Roger Barnes, Larry Fargher, Bob Gutske, Gary Hong, Ted Keech, Walt Marwitz, Mike Moul, Bob Ricks and Ken Rowell and approved by the membership to go into effect on this date.

* May 25, 2017: These bylaws were amended by Past District Governor Gary Citti, Past Asst. District Governor Bob Ricks, Past Asst. District Governor Stewart Cusimano, President Miten Marfatia, President Elect Joe Sweeney and President Nominee John Mlnarik and approved by the membership to go into effect on this date.

* April 12, 2018: These bylaws were amended by Past District Governor Gary Citti, Past Asst. District Governor Bob Ricks, Past President Miten Marfatia, President Joe Sweeney, President Elect John Mlnarik and President Nominee, Colleen Noll, Maria Daane, David Cowan and approved by the membership to go into effect on this date.

* April 25, 2019: These bylaws were amended by Past District Governor Gary Citti, Past President Bob Ricks, Past President Dan Holder, Past President Bill Carver, Nick Livak. The current Club Board of Directors and approved by the membership to go into effect on this date