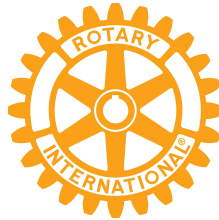


## **The Rotary Club of Lake Arrowhead By Laws**

**Approved by the Board at its October 8, 2024 meeting and ratified by the membership at its November 5, 2024 meeting.**



### **Article 1 MISSION STATEMENT**

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

### **Article 2 BOARD OF DIRECTORS**

The governing body of this club shall be the Board of Directors consisting of no more than 15 members of this club. Specifically, the President, President-Elect, President-Nominee, Secretary, Treasurer, Immediate Past President, and up to 9 other directors, elected in accordance with article 3, section 1 of these by-laws.

### **Article 3 TERM AND ELECTION OF DIRECTORS AND OFFICERS**

Section 1 - Directors are elected for a term of two (2) years. One-half of the Directors, as nearly as may be, shall be elected each year

Section 2 - At a regular meeting in October, the presiding officer shall ask for nominations from the members of the club for that number of directors as vacancies shall occur July next following the election. Nominees are required to attend at least 50% (fifty percent) of the club meetings (which can include volunteering at Club events, or Club service projects, or Rotary training) in the 12 (twelve) months prior to the nomination. The nominations duly made shall be placed on a ballot in alphabetical order and shall be voted on in November. The election of members to serve as directors in seats to be vacant as of July next after a November election shall be by written ballot, mailed, emailed, or presented in person to a designated member of the Ballot Counting Committee by a date set by the Board. The Ballot Counting Committee shall consist of two members, designated by the President, who are not candidates for election or reelection to the Board of Directors. The

candidates for director required to fill pending vacancies receiving a majority of the votes shall be declared elected as directors.

Section 3 - The President-Designee shall be selected by a Selection Committee, appointed by the current President, which shall consist of the President, the President-Elect, the President-Nominee, the immediate Past President, and other available past presidents. Criteria to be used in selection of a President- Designee shall include commitment to the club, commitment to Rotary principals, demonstrated leadership skills, and overall accomplishments as a club and board member. The Selection Committee shall make every effort to nominate a President-Designee from the current Board and Board-Elect members. However, in the event that a current Board or Board-Elect member is not nominated, then the Selection Committee may consider nominating a person from the club membership. Any Board or Board-Elect member, or club member desiring consideration for this office shall indicate their interest to the President by December 10th. Selection of the President-Designee shall be made by the third Tuesday in January and presented to the Board and general membership for ratification. Should ratification fail, the process shall be repeated until a President-Designee is selected. The board term of the newly selected President- Designee shall be extended for two years so as to encompass their terms as President and Immediate Past-President. The President-Designee shall take the title of President-Nominee the first of July.

Section 4 - The offices of secretary and treasurer shall be appointed, for a one- year term, by the President-Elect by the third Tuesday in January next following the election of directors. The appointed designees shall be presented to the Board for ratification. Should ratification fail, the process shall be repeated until the offices are filled.

Section 5 - A vacancy in the Board or any office may be filled by action of the remaining directors.

Section 6 - A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining directors and officers.

Section 7 - Any director or officer may resign by giving written notice to the President of the Board. If the resignation is effective at a date following the submission of notice, a successor may be selected according to these by-laws, to take office at the effective date.

Section 8 - Any director or officer may be removed from the Board, with or without cause, by a two-thirds vote of the remaining directors. Any director or officer may also be removed from the Board if he/she has missed more than 4 board meetings, or more than 50% (fifty percent) of the club meetings (which can include volunteering at Club events, or Club service projects, or Rotary training) in the previous twelve-month period, upon an affirmative vote of a majority of the elected board members.

## 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 pertain to the office of president. The President shall, at the term onset, present to the Board and the membership, at a regular membership meeting, for approval, his/her goals for the year. The President shall be ex-officio a member of all committees.

Section 2 – President-Elect : It shall be the duty of the President-Elect to preside at meetings of the club and the board in the absence of the President and to perform other duties as ordinarily pertain to the office of President-Elect. The President-Elect is strongly encouraged to attend the annual District Assembly, the District Conference, and the Rotary International Convention. The President-Elect is encouraged to complete the Rotary Leadership Institute training and shall have completed PETS training prior to taking office as President.

Section 3 – President-Nominee : It shall be the duty of the President-Nominee to serve as director and perform such other duties as may be prescribed by the president or the board. The President-Nominee is strongly encouraged to attend Rotary Leadership Institute classes, the annual District Assembly and the District Conference.

Section 4 – President-Designee : It shall be the duty of the President-Designee to perform such duties as prescribed by the President or the Board. The President-Designee is strongly encouraged to attend Rotary Leadership Institute classes, the annual District Assembly and the District Conference.

Section 5 – Secretary : It shall be the duty of the Secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee meetings when requested by the President; record and preserve the minutes of such meetings; and report as required to RI. Upon retirement from office the Secretary shall turn over all records and supplies to the incoming Secretary or President.

Section 6 – Treasurer : It shall be the duty of the Treasurer to have custody of all funds, accounting for it 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. At each regular board meeting, the Treasurer shall present to the board, a balance sheet and profit and loss statement for the last full month and for the year to date. Upon retirement from office, the Treasurer shall turn over to the incoming Treasurer or to the President all funds, books of accounts or any other club property.

## Article 5 MEETINGS

Section 1 – Annual Meeting: The annual meeting of this club shall be held in

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December of each year at a date to be determined by the Board, at which time the results of the election of directors to serve for the coming Rotary year shall be announced.

Section 2 – Regular Meeting: The regular weekly meetings of this club shall be held on Tuesdays at 12:15 p.m. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club

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

Section 4 – Board Meetings: Regular monthly meetings of the Board shall be held on the third Tuesday of each month following the regular club meeting, unless the President gives notice to the directors of an alternative date, time, and/or location. Special meetings of the Board may be called by the President, whenever deemed necessary, or upon the request of three (3) directors, with due notice having been given.

Section 5 – Quorum-Directors: A majority of the authorized number of directors is considered a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present is the act of the Board, except as a greater or lesser number required by law. A meeting at which a quorum is initially present may continue to transact business notwithstanding a withdrawal of director(s), if an action taken is approved by at least a majority of the required quorum for the meeting.

## Article 6 FEES AND DUES

Section 1 - Initiation Fee: The initiation fee, as established by RI and/or the club, shall be paid before the applicant can qualify as a member.

Section 2 - Membership Dues: Membership dues shall consist of Rotary International and District per capita assessments, which shall be payable semi- annually in June and December as well as monthly assessments by the club.

Section 3- Monthly Assessment: Member's monthly assessment shall be determined by the Board and shall be submitted to the membership for approval.

## Article 7 METHOD OF VOTING

The business of this club shall be transacted by voice vote except the election of officers and directors, which shall be by ballot. The Board may determine that a specific resolution be considered by ballot rather than by voice vote. On issues requiring a vote by the Board where timing is of importance the vote may be taken via e-mail if all members of the Board consent to such procedure and the vote is unanimous among all the Board members voting.

## Article 8 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 are responsible to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for three years to ensure consistency. The President-Elect is responsible for appointing committee chairs, and conducting planning meetings prior to the start of his/her year in office. It is recommended that the chair have previous experience as a member of the committee.

Committees should be appointed as follows:

(a) Membership Committee: This committee should develop and implement a comprehensive plan for the recruitment and retention of members. The committee chair shall collect and circulate to the Board information regarding membership applicants.

(b) Public Relations Committee: This committee should develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities.

(c) Finance Committee: This committee will work with the Treasurer to prepare the annual club budget for the Board's approval, when requested by the Treasurer, assist him/her in the performance of his/her duties, and shall conduct an internal review of the club's finances as soon as possible after the completion of the fiscal year.

(d) Ad hoc Committee: Additional ad hoc committees may be appointed by the President or Board as needed.

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

(2) Each chair shall be responsible for regular meeting 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 9 DUTIES OF COMMITTEES

The duties of all committees shall be established and reviewed by the club president each year. In declaring the duties of each committee, the president shall reference appropriate RI materials and the Avenues of Service when developing plans for the year.

## Article 10 LEAVE OF ABSENCE

(a) Upon written request submitted to the Board, setting forth good and sufficient cause, leave of absence may be granted, by a majority vote of the Board, excusing a member in good standing from attending the meetings of the club for up to three months, beginning on the first day of the selected month and ending on the last day of the selected month and may be renewed upon request of the applicant by majority vote of the Board.

(b) A member granted a leave of absence may attend any and all club functions.

(c) Persons on Leave of Absence shall have continued responsibility for payment of Rotary District and RI dues, and shall pay the non-member fee for all club events.

## Article 11 PAY PER VISIT

(a) The Board may extend "pay per visit" status to any member in good standing who has been a member of the club for at least one year upon receipt of a written request there of, which shall state good and sufficient cause for the request.

(b). Any member having District or RI responsibilities shall be granted "pay per visit" status upon request.

(c) Members reaching "The rule of 85" is consistent with RI's Standard Rotary Club Constitution: The sum of the member's age and years of membership in one or more clubs is 85 years or more, the member has been a Rotarian for at least 20 years, and the member has notified the club Secretary in writing of a desire to be placed on Rule of 85 / Pay Per Visit status. Those members that do not qualify for Rule of 85 currently will not be grandfathered in.

(d) The term for "pay for visit", except for members meeting the "Rule of 85", shall not exceed ninety (90) days unless extended by the Board sitting in Executive Session upon receipt of a written request there of. The 90-day limit shall not apply to active college students who have requested "pay per visit" status.

(e). All members having "pay for visit" status shall be responsible for Rotary District and RI dues, and shall pay the non-member fee for all club events.

## ARTICLE 12 FINANCES

Section 1 - Budget: Prior to the beginning of each fiscal year, the Board shall adopt a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the Board. The budget shall be prepared by the Treasurer with the assistance of

the Finance Committee which is chaired by the Treasurer.

Section 2 - Deposit of Money and Valuables: The Treasurer shall deposit all club funds in a bank, named by the Board. Club funds shall be kept separate from Foundation funds.

Section 3 – Disbursements: All bills shall be paid by the Treasurer or other authorized officer only when approved by the President, his or her designee, or the Board.

Section 4 – Reviews: A thorough review of all financial transactions shall be conducted once each year by the Finance Committee, which shall report its findings to the Board.

Section 5 - Bond Requirements: Officers having charge or control of club funds shall give bond as required by the Board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 - Fiscal Year: The fiscal year of this club shall extend from July 1 to June 30. The collection of members' dues shall be divided into two (2) semiannual periods extending from June 1 to November 30, and from December 1 to May 31. The payment of per capita dues and RI official magazine subscriptions shall be made on July 1 and January 1 of each year on the basis of the membership of the club on those dates.

## Article 13 MEMBERSHIP

### Section 1- Requirements for Becoming a Member:

- (a) Individual must be a resident of one of the mountain communities or have a business, personal, or professional relationship to the community.
- (b) Individual must be an adult of good character and have a good reputation in the community.
- (c) Individual must have a desire to serve the local and international communities.
- (d) The Board shall ensure that the proposed member meets all the classification and membership requirements of the Standard Rotary Club Constitution.

Section 2 - Membership Responsibilities: The prospective member and sponsoring club member shall be informed of the purposes of Rotary and the privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to be published to the club after approval of

circulation by the Board.

Section 3 - Prospective Members: The name and a brief history of a prospective member, proposed by a sponsoring club member, shall be submitted to the board in writing, through the club membership chair. A transferring or former member of another club may be proposed to active membership by the former club. The proposal shall be kept confidential except as otherwise provided in this procedure.

Section 4 - Board Approval: The Board shall approve or disapprove the proposal within 30 days of its submission and shall notify the prospective member, through the club membership chair, of its decision.

Section 5 – Objections:

(a) If no written objection to the proposal, stating reasons, is received by the Board from any current club member (other than Honorary) by the fourteenth day following publication of information about the prospective member, that person, upon payment of the initiation fee (if not honorary membership), as prescribed in these by-laws, shall be considered to be elected to membership.

(b) If any such objection has been filed with the Board, it shall vote on this matter at its next meeting. If approved despite the objection, the proposed member, upon payment of the admission fee, (if not honorary membership), shall be considered to be elected to membership.

Section 6 - New Member Induction: Following the election, the President shall arrange for the new member's induction. In addition, the Secretary will report the new member information to RI, and the Sponsor will assist with the new member's assimilation to the club as well as assign the new member to a club project or function.

Section 7 - Honorary Member: The club may elect, in accordance with the Standard Rotary Club Constitution, honorary members proposed by the Board.

Section 8 – Removal: Any member may be removed from the club, with or without cause, by a two-thirds (2/3) vote of the Board of Directors.

#### Article 14 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.

#### Article 15 AMENDMENTS

These by-laws may be amended, following Board approval, at any regular



meeting, a quorum being present, by a two-thirds (2/3) vote of all members present, provided that notice of such proposed amendment shall have been mailed or emailed to each member at least ten (10) days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the Standard Rotary Club Constitution and with the Constitution and By-laws of RI.

#### Article 16 DEFINITIONS

1. Board: The duly elected and appointed directors and officers of the club.
2. Director: A member of this club's Board of Directors.
3. Member: A member, other than an honorary member, of this club.
4. RI: Rotary International.
5. Rotary/Fiscal Year: The twelve-month period that begins on July 1.
6. Member Good Standing: A member that is not more than 3 months behind on payment of club and RI fees and assessments.

#### Article 17 GOVERNING DOCUMENTS

Should any item in these By-laws be inconsistent with those of RI, the By-laws of RI shall govern.

#### APPROVAL

Amended and approved by the Board of Directors on October 8, 2024, and ratified by the General Club Membership on November 5, 2024.

Signed: 

Diane R. Gladwell, MMC  
Secretary  
The Rotary Club of Lake Arrowhead

Date: November 5, 2024.