

BYLAWS
OF
DISTRICT 5650 OF ROTARY INTERNATIONAL, INC.

Preamble

The Rotary clubs of District 5650 of Rotary International have adopted these Bylaws. District 5650 of Rotary International, Inc. is formed as a corporation in order to continue the legal existence of the unincorporated non-profit association of Rotary Clubs in eastern Nebraska and western Iowa that was known as “District 5650, Rotary International.”

Article I
NAME AND OBJECTIVES

A. *Name.* The name of this organization shall be District 5650 of Rotary International, Inc. It is referred at times in these Bylaws simply as “Rotary District 5650,” “District 5650” or the “District.”

B. *Objectives.* To provide structure for Rotary Clubs assigned to it by Rotary International; to provide support to these Rotary Clubs in their pursuit of programs and activities that promote the object of Rotary; and to encourage, promote, extend, and supervise Rotary throughout the territory assigned to it by Rotary International.

- To conduct District Conferences.
- To conduct projects and activities that are consistent with its non-profit purposes and the object of Rotary.
- To hold, manage, sell, and lease personal and real property and to invest and re-invest corporate funds in any type of property or security which the Board of Directors may deem advisable whether or not such investments are of the type or character authorized by the Laws of the State of Nebraska for the investment of trust funds, and to enter into such contracts and execute such conveyances, instruments, and releases as may be necessary and proper to carry out the objects and purposes of the Corporation.
- To engage in any other permitted activities for corporations exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).
- To continue without break the legal identity of an unincorporated non-profit association of Rotary Clubs in eastern Nebraska and western Iowa that was a District of Rotary International and was known as “District 5650, Rotary International.”
- Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law)

Article II
MEMBERS, DUES, AND ANNUAL MEETING OF THE MEMBERSHIP

A. *Members.* The members shall be comprised of and limited to all Rotary clubs designated to be in Rotary District 5650 pursuant to the bylaws of Rotary International. The addition or removal of a club or clubs from District 5650 pursuant to Rotary International bylaws shall immediately and automatically result in corresponding change in the membership.

B. *Dues.* Each club shall pay annual per capita dues to the District at the rate established at the Annual Meeting immediately before the year in which the dues are payable. The membership on which the per capita dues are based shall be the membership number on July 1 that is sent to Rotary International as the official membership of the club. Dues shall be due and payable 30 days after the District Treasurer mails the billing statement to the club.

C. *Voting Rights of Members.* Each club shall have one elector for each 25 members or major portion thereof, as determined by the District Governor's membership report two months before the District Conference. That is, a club with a membership of up to 37 members is entitled to one elector, a club with 38 to 62 members is entitled to two electors, a club with 63 to 87 members is entitled to three electors and so on. All clubs shall have at least one elector regardless of size. The secretary of each club shall submit to the District Secretary or District Executive Administrator a proxy designating the names of each elector and designating the names and order of any alternate electors. Each elector shall have only one vote on all items on which a vote is required except for the voting on the selection of a governor-nominee; selection of a governor-nominee-designate; election of a member and alternate member of the nominating committee for director; election of the district representative and alternate representative to the council on legislation; and on the decision as to the amount of the per capita levy when all votes from a club with more than one vote shall designate one elector to cast all votes for the same candidate or proposition.

D. *Annual Meeting.* The Annual Meeting of the District is the formal annual business meeting of the District. It shall be held during the District Conference. Unless the Board of Directors (hereinafter "Board") establishes a different time and place, the Annual Meeting shall be held on the third Friday and Saturday in April at the State Capitol Building in Lincoln, Nebraska. If the Board establishes a different time or place for the Annual Meeting, it shall send to the member clubs written or electronic notice of the time and place of the Annual Meeting at least 30 days, but not more than 60 days, before the date of the meeting.

E. *Special Meetings.* The Board may call a special meeting of the members. The Board shall send written or electronic notice of the time and place of any special meeting at least 30 days, but not more than 60 days, before the date of the meeting.

F. *Quorum.* One-third of the electors shall constitute a quorum.

G. *Business of the Annual Meeting.* The business that may be conducted at the Annual Meeting shall include:

- Election of the District Governor-elect, District Governor-nominee, District Governor-nominee-designate, Representative or Delegate to the Council on Legislation, and the District's Representative to the Nominating Committee that selects the directors of Rotary International;
- Consideration of any amendments to the Articles of Incorporation or Bylaws that are properly submitted;
- Approval of a District Budget and a District Youth Exchange Committee Budget;
- Setting the per capita dues for the next fiscal year;
- Consideration of all resolutions that have been properly submitted; and
- Other business as shall properly come before the Annual Meeting.

Article III **DISTRICT TRAINING ASSEMBLY**

Each year the District shall hold a District Training Assembly made up of the presidents-elect and secretaries-elect and other incoming club leaders of the member clubs. The District Governor-elect shall preside over the District Training Assembly. The District Training Assembly shall be held before or in conjunction with the District Conference. The District shall give the member clubs at least 30 days, but not more than 60 days, written or electronic notice of the time and place of the District Training Assembly. One-third of the combined total of presidents-elect and secretaries-elect shall constitute a quorum. The District Training Assembly shall discuss issues relevant to the member clubs. The District Training Assembly may include a motivational or program component.

Article IV
BOARD OF DIRECTORS

A. *Number and qualifications.* A Board consisting of nine members shall oversee the business and affairs of the District. Only Rotarians who are members of clubs in District 5650 are eligible to serve as directors.

B. *Composition.* The Board shall be composed of the:

- District Governor;
- District Governor-elect;
- District Governor-nominee;
- District Secretary;
- District Treasurer;
- District Rotary Foundation Chair;
- District Trainer;
- The four most recent Past District Governors of District 5650 who reside within the District.

C. *Meetings.* The District Governor or any three directors may call a meeting of the Board. Notice of any meeting of the Board shall be given at least seven days previously thereto by written notice delivered personally or sent by United States mail, electronic mail, or fax. Mailing a notice shall be deemed delivered when deposited in the United States mail in a sealed envelope properly addressed and with postage thereon paid. Any Director may waive notice of any meeting. The attendance of any Director at any meeting shall constitute waiver of notice of the meeting, except when a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called. Meetings conducted via electronic means shall be considered the same as face-to-face meetings as long as each member attending has full access to all documents presented and can fully participate in discussions.

D. *Quorum.* A quorum shall consist of more than one-half of the number of Directors in office.

Article V
OFFICERS

The officers of the Corporation shall be the District Governor, District Secretary, District Treasurer, District Governor-elect, District Governor-nominee and District Trainer. Only Rotarians who are members of clubs in District 5650 shall be eligible to serve as officers.

A. *District Governor.* The District Governor shall serve as the President and Chairperson of the Board and shall be the chief executive officer of the District. The District Governor shall perform the customary duties of a president and a chairperson of the Board and those assigned by Rotary International and these Bylaws. The District Governor shall serve as an ex-officio member of all District Committees except the Nominating Committee for the District Governor-elect, District Governor-nominee and District Governor-nominee-designate. The District Governor shall be elected for a one-year term in the manner set forth by Rotary International and these Bylaws. The District budget shall include an allowance for the expenses of the Governor.

In the event that there is an unexpected vacancy in the office of the District Governor then the following shall occur:

1. Should the vacancy occur prior to the District Governor-elect's attendance at the International Assembly then the Council of Governors of the District shall meet and select a Past District Governor to fulfill the term of the District Governor.
2. Should the vacancy occur after the District Governor-elect has attended the International Assembly then the District Governor-elect may be considered by the Council of Governors of the District as a candidate to fulfill the unexpired term of the District Governor with the understanding that the District Governor-elect, if selected to fulfill the term, will become the District Governor following the unexpired term of the District Governor.

B. *District Secretary.* The District Governor shall appoint the District Secretary for a one-year term. A Rotarian may serve in this office for no more than three consecutive terms. The District Secretary shall be responsible for keeping and maintaining the records of the Annual Meeting, District Conference, District Assembly, and the District. The District Governor may assign additional duties to the District Secretary.

C. *District Treasurer.* The District Governor shall appoint the District Treasurer for a five year term. A Rotarian may serve in this office for no more than two consecutive terms. The District Treasurer shall serve as custodian of all district funds except the funds of the The Rotary Foundation – District 5650 Account. All funds, deposits, bonds, and accounts shall be designated as:

- “Rotary International District 5650”
- “The Rotary Foundation – District 5650 Account”

The District Treasurer shall be responsible for the billing and collection of club dues. The District Governor may assign additional duties to the District Treasurer.

1. *Assistant District Treasurer.* The District Governor may appoint an Assistant District Treasurer for a one-year term. In an emergency, in the absence of the District Treasurer from the District, or in the case of permanent vacancy of the office of District Treasurer, the Assistant Treasurer shall immediately fulfill the duties of the District Treasurer.
2. *Bond.* The District Treasurer, Assistant District Treasurer, the Treasurer of The Rotary Foundation – District 5650 Account, the Chair of the District Youth Exchange Committee, and the District Executive Administrator shall be bonded. The District Governor and the District Treasurer shall determine the amount of the bond. The District shall pay the cost of the bond.

D. *District Governor-elect.* The District Governor-elect shall serve as the First Vice President. The District Governor-elect shall assume this office in the manner set forth by Rotary International, these Bylaws, and Resolutions approved by the District. The District Governor-elect shall be certified to Rotary International for election at the Rotary International Convention following the District Conference. The District Governor shall assume the office of District Governor in the year immediately after serving as District Governor-elect. If the District Governor is unable to complete his or her term, the Council of Governors of the District may consider the District Governor-elect as the Rotarian to fulfill the term of the District Governor provided the District Governor-elect has attended the International Assembly. The District Governor-elect shall serve as an ex-officio member of all District Committees *except* the Nominating Committee for the District Governor-elect and District Governor-nominee. The District Governor may assign responsibilities to the District Governor-elect.

E. *District Governor-nominee.* The District Governor-nominee shall serve as the Second Vice President. The District Governor-nominee shall be elected for a one-year term in the manner set forth by Rotary International, these Bylaws, and Resolutions approved by the District. The District Governor-nominee shall assume the office of District Governor-elect in the year immediately after serving as District Governor-nominee. If the District Governor-elect is unable to fulfill the duties of District Governor-elect or to assume the position of District Governor, the District Governor-nominee shall, upon certification by the District Governor and with notice to all clubs, assume the position of District Governor-elect. If the District Governor-nominee ends up assuming the office of District Governor instead of the District

Governor-elect, then the Nominating Committee shall select a District Governor-elect and a District Governor-nominee at its next meeting. The District Governor-nominee shall serve as an assistant to the District Governor. The District Governor may assign responsibilities to the District Governor-nominee.

F. *District Trainer.* The District Governor shall appoint the District Trainer for a one-year term. The District Trainer shall assist the District Governor-elect with:

- The Rotary District Foundation Seminar;
- Assistant Governor Training;
- District Chair Training;
- Presidents-elect Training Seminar and Secretaries-elect Training Seminar (PET/SETS); and
- The District Training Assembly.

Specific responsibilities shall include the following:

- Planning the program content and time schedule in cooperation with the District Governor-elect;
- Handling the logistical arrangements and coordinating the registration process;
- Obtaining speakers, group discussion leaders, and other volunteer positions as approved by the District Governor-elect; and
- Developing a training sequence and materials for group discussion leaders.

Article VI **DELEGATE TO THE COUNCIL ON LEGISLATION**

A. *Eligibility.* Only Past District Governors shall be eligible to serve as a representative, delegate, or alternate.

B. *Duties.* The Representative to the Council on Legislation shall serve as the District's representative or delegate to the Council on Legislation. The Representative shall:

- Prepare a summary of the proposals to be considered by the Council on Legislation; and
- Secure from the Rotary clubs in the District opinions on these proposals.

C. *Nominations.* The Council of Governors and any club that has eligible candidates may submit nominations. Nominations shall be sent to the Chairperson of the Council of Governors at least 45 days before the Annual Meeting. Nominations shall be certified by the Chairperson of the Council of Governors or the President of the club making the nomination and shall state the willingness and ability of the nominee to serve in this capacity.

D. *Election.* Two years before the year in which the Rotary International Council on Legislation meets, the District shall elect at its Annual Meeting a representative or delegate and at least one alternate. Election shall be by the duly designated electors as outlined in Article II, Section C and chosen in accordance with the Bylaws of Rotary International.

ARTICLE VII **ASSISTANT DISTRICT GOVERNORS**

A. *Selection.* Before the Presidents-Elect Training Seminar and Secretaries-Elect (PETS/SETS), the District Governor-elect shall select an Assistant District Governor for each of the areas comprising the District. The maximum term of an Assistant District Governor is three years with the second and third years of the term contingent upon the approval of the new District Governor.

B. *Responsibilities.* The Assistant District Governors shall:

- Assist the District Governor in developing goals and committee assignments and in other ways as requested by the District Governor;
- Attend the Assistant District Governors' Training Session, the Presidents-elect Training Seminar and Secretaries-elect Training Seminar (PETS/SETS) meeting, the District Conference including the Annual Meeting, and the District Training Assembly;
- Attend and actively promote all District meetings and arrange for any area meetings as directed by the District Governor.
- Meet with and assist the incoming club presidents and secretaries in their assigned area before the beginning of the Rotary year in order to discuss and review the club's goals and Summary of Club Plans and Objectives.
- Visit each club in his or her assigned area at least quarterly and meet with the club presidents and secretaries to review with them the business of the club and the objectives of the District and Rotary International;
- Assist in the preparation of the District Governors' official visit to the club;
- Monitor the progress of each assigned club and communicate with the District Governor regarding the progress or problems that may have developed; and
- Perform those additional duties that the District Governor assigns.

Article VIII
PRESIDENTS-ELECT TRAINING SEMINAR AND
SECRETARIES-ELECT TRAINING SEMINAR (PETS/SETS)

Each year the District shall hold a Presidents-elect Training Seminar and Secretaries-elect Training Seminar (PETS/SETS) for the presidents-elect and secretaries-elect of the member clubs. The District Governor-elect, assisted by the District Trainer, shall preside over PETS/SETS. The purpose of PETS/SETS is to develop club presidents and secretaries who have necessary skills, knowledge, and motivation to create an effective club as defined by Rotary International.

Article IX
DISTRICT COMMITTEES

A. *General.*

1. *Appointment of Chairpersons.* The District Governor-elect shall appoint the chairperson of District Committees and Subcommittees *except for* those committees for which the Bylaws specify a different method. The District Governor-elect shall make these appointments before the District Conference that precedes his or her term as District Governor. Whenever possible, chairpersons should be asked to serve for at least two years subject to the right of the next District Governor-elect to choose a different chairperson. Selection of a Vice Chairperson is advisable as this practice promotes continuity.
2. *Committee members.* All committees should be composed of Rotarians who represent a cross section of clubs in the District. The District Governor or the chairperson of a committee shall appoint the members of the a committee *except for* those committees for which the Bylaws require a different method.
3. *Committee expenses.* Reasonable administrative expenses incurred by committees and subcommittees in completing their prescribed duties or assignments are reimbursable from District funds when the expenses are included in the budget and are substantiated.
4. *Quorum.* A quorum shall consist of more that one-third of the committee members.
5. *Special committees.* The District Governor may establish special committees. The District Governor shall appoint the chairperson and members and define the committee's scope, duties, duration, and budget, if any.

6. *Ex-officio Members of Committees.* Ex-officio members of committees shall have all the rights of committee members, *except* the right to vote. Ex-officio committee members shall not count toward any required quorum.
7. Meetings conducted via electronic means shall be considered the same as face-to-face meetings as long as each member attending has full access to all documents presented and can fully participate in discussions.

B. *Audit/Review Committee.* The Audit or Review Committee shall consist of five members appointed by the Executive Committee of the District. One of these five members, selected by the District Governor, shall serve as the chairperson and shall serve as chairperson for no more than two consecutive years. At least one member of the Committee shall be a Past District Governor. Committee members shall serve for a term of five years. No member shall serve more than two consecutive complete terms. Terms shall be staggered so that one member is appointed each year. The first year members shall be appointed for terms of one to five years. The Treasurer shall serve as an ex-officio member with voice but without vote. The Committee shall:

- Review the books of District 5650 for the fiscal year ending June 30;
- Determine whether the year-end financial reports fairly and accurately reflect the financial position of District 5650;
- Assure that there is consistency in how income and expenses are categorized and reported; and
- Make recommendations as to suggested changes in procedures.

The chairperson shall submit the Committee's written report to the District Governor in time for the tax return of District 5650 to be prepared. No later than 15 days after the tax return for the District is filed the District Governor shall send a copy of the Audit or Review Committee's report and the year-end financial statements to each president of a Rotary Club in District 5650.

C. *Awards Committee.* The District Governor shall appoint the members of the Committee after receiving input from its chairperson. In selecting the other members of the Committee, the District Governor shall give preference to chairpersons of other District Committees and Subcommittees that annually present awards. The Committee shall:

- Assure that as many as possible of the annual awards of the District, which are listed in the Policies and Procedures Manual of the District, are presented at the District Conference; and
- Assure that all awards fairly recognize the excellence and achievements of clubs, individuals, chairpersons, and others in the District.

D. *Bylaws Review Committee.* At least once every three years and especially during the year following the Rotary International Council on Legislation, the District Governor shall appoint a Bylaws Review Committee that shall review these Bylaws to assure they reflect Rotary International changes and District resolutions and amendments.

E. *Council of Governors.* The Council of Governors is composed of:

- District Governor;
- District Governor-elect;
- District Governor-nominee;
- District Secretary;
- District Treasurer; and
- All Past District Governors of Rotary District 5650 all other Past District Governors of Rotary International who reside within the District and are members of a Rotary club within the District.

The most immediate Past District Governor shall serve as chairperson. The Council shall:

- Advise and counsel the District Governor;
- Nominate a qualified delegate and alternate delegate to the Rotary International Council on

- Legislation two years before the year that this Council meets;
- Nominate a qualified delegate and alternate delegate (who would serve if the delegate were unable to serve) to represent the District on the Zone Nominating Committee for Directors of Rotary International; and
- Adopt all policies and procedures in the Policies and Procedures Manual of the District.

F. *District Conference Committee.* The District Governor shall appoint the members of the Committee, which shall be composed of the number of members necessary to conduct a successful conference. The Committee shall plan, organize and conduct the District Conference by developing a comprehensive and balanced program that includes innovative, timely, and educational presentations on subjects of Rotary and local interest, all of which must conform to Rotary International content guidelines. The District Governor may appoint a District Conference Treasurer to receive and disburse all funds associated with the District Conference. The District Conference Treasurer shall provide the District Treasurer and Board with a complete accounting of all District Conference funds. The District Conference Treasurer shall deliver to the District Treasurer any fund balance remaining after payment of all expenses of the District Conference. If the District Governor appoints a District Conference Treasurer, then the District Conference Treasurer shall be a member of the Committee.

G. *District Extension Committee.* The chairperson must be a well qualified Rotarian. After consulting with club presidents who express interest in this area of Rotary, the District Governor shall appoint the remaining members of the committee. The Committee shall:

- Identify, qualify, and charter new Rotary clubs in the District;
- Assist the sponsoring club in assuring that the new club receives an official review every quarter during the first year of its existence; and
- Assist, as necessary, in guiding the officers of the new club for a period of at least one year.

H. *Finance Committee.* The Committee shall be comprised of seven persons:

- District Treasurer
- District Governor
- District Governor-elect
- District Governor-nominee
- The most immediate Past District Governor residing in the District
- Two Past District Governors residing in the District to be appointed by the District Governor.

One of the three Past District Governors shall serve as chairperson of the Committee. The District Governor-nominee-designate if selected, shall serve without vote as an ex-officio member.

- Prepare a budget of income and expenses of the District for the forthcoming year and submit it to the Annual Meeting for review and approval;
- Send copies of the proposed District Budget and the proposed Youth Exchange Committee Budget to each club President-elect at least 30 days before the Annual Meeting of the District, and
- Carry out other duties that the District Governor assigns.

I. *Long Range Planning Committee.* The Committee shall be composed of:

- Immediate Past District Governor, who shall serve as its chairperson;
- District Governor;
- District Governor-elect;
- District Governor-nominee; and
- The Past District Governor who immediately preceded the Past District Governor.
- The person to become the next District Governor-nominee-designate (If known)

- The Committee shall:
- Provide in depth discussion and practical solutions to various subjects or topics of concern in the operation of the District that have been identified by the District Governor or Council of Governors; and
- Provide periodic reports to the District Governor, Council of Governors, and Annual Meeting.

J. *Membership Development Committee.* The Committee shall:

- Work directly with club membership development committees, particularly with those clubs that are showing a decrease or little or no increase in membership;
- Provide information about District membership development progress for all District meetings;
- When invited, provide programs about membership development at District and club meetings; and
- Undertake other activities appropriate to accomplishing the committee's objectives.

K. *Nominating Committee.*

1. *Composition.* The Committee shall be composed of the immediate Past District Governor who shall serve as chairperson and six other members. The committee shall be representative of the District with:
 - At least one member from the Iowa clubs;
 - Members from small, medium, and large size clubs
 - Representatives from rural and urban clubs.

No more than two, nor less than one, Past District Governor shall be among the six other members.

2. *Selection.* Each year the Immediate Past District Governor, after obtaining the approval of the current District Governor, shall select two members for a three-year term. Any vacancy shall be filled by the Immediate Past District Governor, after obtaining the approval of the District Governor.
3. *Responsibilities.* The Committee shall seek out and propose the best available candidates for the office of District Governor-nominee-designate and for the office of District Governor-elect, if necessary. The District Governor-nominee shall be nominated by the Committee before the Annual Meeting in accordance with the Bylaws of Rotary International, these Bylaws, and Resolutions of the District.

L. *Resolutions Committee.* The District Governor shall appoint three members to the Committee. The chairperson shall be a Past District Governor. The Committee shall entertain and prepare appropriate resolutions for action by the District at the Annual Meeting. Resolutions, other than those prepared by the Committee, must be received by the Chairperson and the District Governor at least 30 days before the Annual Meeting.

M. *Rotaract/Interact Committee.* The Committee shall be composed of the chairperson and at least three other members. The Committee shall:

- Assist clubs in organizing Rotaract and Interact clubs in their communities; and
- Promote the merits of organizing Rotaract and Interact clubs.

N. *The Rotary Foundation Committee.* The District Governor shall appoint the members of this Committee after consulting with its chairperson, who is appointed for a three-year term, one of whom shall serve as the Treasurer of The Rotary Foundation - District 5650 Account. The Committee shall organize and coordinate all District Foundation activities and programs including Foundation giving and

the utilization of Foundation grants. The Committee generally conducts its business through the use of subcommittees. The chairperson serves on and is responsible for the supervision of all District Foundation Subcommittees. The chairperson, in consultation with the District Governor, authorizes the use of all funds in The Rotary Foundation – District 5650 Account that are made available to it.

The Treasurer of The Rotary Foundation -District 5650 Account shall be bonded as noted in Article V, Section C, # 2. The account shall be designated as the “The Rotary Foundation - District 5650 Account”. The District Treasurer shall be the second authorized signature on the account. The Chairperson of The Rotary Foundation Committee and the Treasurer of The Rotary Foundation - District 5650 Account shall provide each year on or before September 1st to the District Treasurer a complete accounting of all Rotary District 5650 Foundation Committee funds received by the District from Rotary International for grants.

1. *The Rotary Foundation Grants Subcommittee.* The Subcommittee shall be composed of a chairperson and as many other members as are needed to carry out its responsibilities. The Subcommittee shall:
 - Inform clubs and District project committees that are planning projects of the kinds of Foundation grants that can help them with those projects
 - Create and implement a district policy that outlines who authorizes the allocation of Foundation funds for clubs and the district
 - Ensures that proper records of grant activity are maintained for reporting purposes to both the District and Rotary International
2. *The Rotary Foundation Stewardship Subcommittee.* The Subcommittee is responsible for ensuring the careful management of The Rotary Foundation grant funds and for assisting in the education of Rotarians on proper and effective grant management. The Subcommittee shall:
 - Help qualify clubs to obtain grants
 - Ensure implementation of proper stewardship and grant management practices for all grants
 - Monitor and evaluate stewardship and grant management practices for all grants
3. *The Rotary Foundation PolioPlus Subcommittee.* The Subcommittee shall be composed of a chairperson and as many other members as are needed to carry out its responsibilities. The Subcommittee shall:
 - Encourage all clubs in the District to participate in at least one Polio Eradication activity that raises funds and supports the promotion of polio eradication in either the District or in another District
 - Coordinate with various Polio eradication committees and agencies in the implementation of polio eradication activities
 - Organize at least one PolioPlus district fundraiser during the year
4. *The Rotary Foundation Fundraising Subcommittee.* The Subcommittee shall be composed of a chairperson and up to eight other members, all of whom shall be appointed by the District Governor and the Chairperson of the District Rotary Foundation Committee. In appointing members special consideration shall be given to those Rotarians who have experience in areas such as annual giving, planned giving and grants. The Subcommittee manages and monitors Foundation fundraising and recognition efforts in the District. The Subcommittee shall:
 - Assist and advise clubs on setting fundraising goals and on strategies for achieving them
 - Motivate, promote and assist clubs on fundraising initiatives and assist in organizing and conducting a District wide seminar each year to provide knowledge about The Rotary Foundation and to promote contributions to the Foundation
 - Encourage Rotarians to become Paul Harris Fellows, Paul Harris Multiple Fellows, The Rotary Foundation Sustaining Members, The Rotary Foundation Benefactors, The Rotary

Foundation Major Donors, The Rotary Foundation Paul Harris Society Members, and members of The Rotary Foundation Bequest Society

- Coordinate the identification, cultivation, and solicitation of potential donors in support of the Permanent Fund of Rotary International
- Provide thanks/recognition to those who support the various fundraising programs of The Rotary foundation

5. *The Rotary Foundation Alumni Subcommittee.* The Subcommittee shall be composed of a chairperson and as many other members as are needed to carry out its responsibilities. The Subcommittee shall:

- Maintain a complete, correct and updated list of present and past Rotary Foundation program leaders and members including Ambassadorial Scholars, Group Study Exchange Team members, Rotary Volunteers, Carl Miller Discovery Grant Awardees, recipients of Rotary Peace Fellowships, and recipients of University Grants who were sponsored by or reside in the District
- Encourage alumni to remain involved with Rotary by becoming Rotarians.

6. *The Rotary Foundation Scholarship and Peace Fellowship Subcommittee.* The Subcommittee shall be composed of a chairperson who preferably shall have had previous experience on the Subcommittee and six other members, each selected for a three-year term with two members selected each year. None of these six members may serve for more than two consecutive three-year terms. The Subcommittee shall:

- Solicit and select candidates, by competition, for The Rotary Foundation Scholarships (Both Outbound and Inbound Scholars) and the Rotary Peace Scholarships with the final approval to be made by the Board of Trustees of The Rotary Foundation.
- Administer the Rotary Inbound and Outbound Scholarship Program
- Provide for orientation, counseling, and hosting and support of the Inbound Ambassadorial Scholars from other countries to help them assure that their stay in the district is most rewarding to both the Scholars and Rotary
- Encourage both the Outbound and Inbound Rotary Scholars to make presentations at meetings of the clubs in the District
- Communicate information about the Scholars to the District

7. *The Rotary Foundation Vocational Training Team Subcommittee.* The Subcommittee shall be comprised of the District Vocational Training Subcommittee Chair, the District Governor, the Immediate Past District Governor, and three Rotarians on a rotating basis, each on a staggered term, and the Vocational Training Team Leader after that person has been selected. The Subcommittee shall:

- Identify partner districts
- Solicit and select candidates and alternates, including the Team Leader, which will visit another district
- Coordinate team orientation and language training as needed
- Coordinate local itineraries and encourage team members to make presentations at meetings of the clubs in the district following their return to the district.

O. *Rules and Procedures Committee.* The chairperson shall be a Past District Governor. The other members shall be two other Past District Governors and a past or presently serving Assistant Governor. The Committee shall:

- Advise and assist District Governors on nominations and elections and other matters involving Rotary International's constitutional documents; and
- Develop and keep current a Policies and Procedures Manual for the District.

P. *World Community Service Committee.* The Committee shall be composed of a chairperson and at least two other members, all of whom should serve at least two year terms. In addition, the Youth Exchange Officer of each club that hosts or sponsors a youth exchange student shall be an ex-officio member of the Committee during that year if the club Youth Exchange Officer is not already a voting member of the District Committee. The Committee shall:

- Develop a District-wide World Community project; and
- Promote and create opportunities for clubs to participate in World Community Service projects.

Q. *Youth Exchange Program Committee.* The Committee shall be comprised of a chairperson and at least two other members all of whom should serve at least two-year terms. The District Treasurer shall serve as the treasurer of the Youth Exchange Committee. Both the District Treasurer and the Chairperson of the Youth Exchange Committee shall have the authority to write checks and make deposits. In addition the Youth Exchange Officer of each club that hosts or sponsors a youth exchange student shall be an ex-officio member of the Committee during that year if the club Youth Exchange Officer is not already a voting member of the District Committee. The Committee shall:

- Coordinate certain Youth Exchange Program activities with Rotary District 5630;
- Promote the program in all schools that have students between the ages of 15 and 19.
- Select candidates that are acceptable to the receiving District.
- Assure that the students from other countries attending schools within District 5650 are oriented and otherwise provided for; and
- Encourage both in-bound and out-bound youth exchange members to attend meetings of Rotary clubs and give presentations about their experiences.
- Prepare a budget of income and expenses and submit it to the District Finance Committee at least 60 days prior to the Annual Meeting of the District. The Committee Chair shall provide to the District Treasurer each year on or before September 1st a complete accounting of all Youth Exchange Committee funds for the previous fiscal year.

Article X **INDEMNIFICATION**

The District shall indemnify any person, who is or is threatened to be made a party to any threatened, pending, or a completed claim, action, suit, or proceeding, whether civil, criminal, administrative or investigative other than an action by or on behalf of the District by reason of the fact that such person is or was a director, officer, or a member of any committee or Council of the District, against expenses, including attorney's fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred, if the person acted in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the District and with respect to any criminal action or proceeding, had no reasonable cause to believe the conduct to be unlawful.

This Bylaw shall incorporate by reference all provisions of the laws of the State of Nebraska, as presently constituted or as the same may be amended, relative to indemnification of officers, directors, employees, agents, and the like.

No indemnification shall be authorized or granted pursuant to this Bylaw except, upon resolution expressly adopted by a majority vote of the electors at a meeting of the membership of the District.

Article XI
MISCELLANEOUS

- A. *Conformity with Rotary International Articles of Incorporation and Bylaws.* These Bylaws are intended to supplement the Articles of Incorporation and Bylaws of Rotary International. If there is any provision in these Bylaws that conflicts with the Articles of Incorporation; Bylaws; or policies of Rotary International, then the provision in the Articles of Incorporation; Bylaws; or policies of Rotary International shall supercede the conflicting provision in these Bylaws unless a different result is required by Nebraska or federal law in which case the provision required by law shall prevail.
- B. *Articles and Bylaws supercede previous Legislation.* The Articles of Incorporation and these Bylaws, together with such amendments as may be subsequently adopted, shall constitute the entire legislation governing the administration of District 5650 and shall therefore, replace any and all legislation previously enacted by the clubs of this District.
- C. *Roberts' Rules of Order.* The edition of *Robert's Rules of Order, Newly Revised* that is then currently sanctioned by the Roberts' Rules Association governs this organization in all parliamentary situations that are not provided for in the law, these Bylaws, or adopted rules.
- D. *Fiscal year.* The fiscal year shall be from July 1 through June 30.
- E. *Principal office.* The principal office of the District shall be the address of the District Governor.
- F. *District Executive Administrator.* The district may contract with either a Rotarian or a non-Rotarian to provide services as an Executive Administrator. The duties and compensation of the Executive Administrator shall be outlined in the contract between the two parties. Such contract shall be reviewed annually by the District Governor and District Governor-elect.

Article XII
AMENDMENTS

- A. *Amendment process.* These Bylaws may be amended at the Annual Meeting by a majority vote of the electors present and voting *provided that* no amendment shall be considered unless it has been submitted in writing to the District Governor at least 60 days before the Annual Meeting, and *provided further* that the District Governor shall give notice of proposed amendment to all of the clubs in the District at least 30 days before the Annual Meeting of the members. Only the District Governor or a member club may propose amendments to the Bylaws
- B. *Effective date.* Amendments to the Bylaws shall be effective on July 1 following the Annual Meeting at which they were adopted.
- C. The District may not adopt any amendment to these Bylaws that conflicts with the Constitution or Bylaws of Rotary International.

These Bylaws were originally adopted by Incorporators and board on December 21, 2006.

These Bylaws were amended at the District Conference of Rotary District 5650 held on April 27, 2007 in Lincoln, Nebraska.

These Bylaws were amended at the District Conference of Rotary District 5650 held on April 11, 2008 in Nebraska City, Nebraska.

These Bylaws were amended at the District Conference of Rotary District 5650 held on May 1, 2009 in Lincoln, Nebraska.

These Bylaws were amended at the District Conference of Rotary District 5650 held on May 6, 2011 in Omaha, Nebraska.

These Bylaws were amended at the Annual Business Meeting of the District held on June 1, 2012 in Omaha, Nebraska.

These Bylaws were amended at the Annual Business Meeting of the District held on May 17, 2013 in Omaha, Nebraska.

These Bylaws were amended at the Annual Business Meeting of the District held on May 2, 2014 in Lincoln, Nebraska.