

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 ARTICLE I

4
5 OFFICES

6
7 Principle Office

8
9 1.01. The principle office of the Club for its transaction of business is located at 14173 Green Tree Boulevard,
10 Victorville, California 92395.

11
12 Change of Address

13
14 1.02. The Board, as defined in Section 6.01 herein, is granted full power and authority to change the principal office
15 of the Club from one location to another in the County of San Bernardino, California. Any change of address will be
16 noted by the Secretary in these Bylaws, but will not be considered an amendment of these Bylaws.

17
18 ARTICLE II

19
20 MEMBERS

21
22 Classification of Members

23
24 2.01. The Club will have one class of voting members only, (identified as an "active" membership) and each
25 member has equal voting and other rights. The Club shall also have a nonvoting kind of membership identified as an
26 "honorary" membership. No person may hold more than one membership in the Club.

27
28 Eligibility for Membership

29
30 2.02. Any individual over the age of 18 years, who meets the qualifications set forth herein, may be an active
31 member.

32
33 Qualification of Members

34
35 2.03. Any person, eligible for membership under Section 2.02 of these Bylaws, is qualified for membership only
36 after that person has satisfied the following qualifications:

- 37
38 1. Good character and good business and professional reputation.
39
40 2. Meets the qualifications set forth in Article V, Section 2 of the Rotary International Constitution.

41
42 Admission to Membership

43
44 2.04. Any person, eligible for membership under Section 2.02 of these Bylaws and qualified for membership under
45 Section 2.03 of these Bylaws, will be admitted to membership pursuant to the following procedure:

- 46
47 1. The entire process of electing members shall be conducted under the strict adherence of the Rotary 4-way test.

48
49 (A) The name of a prospective member, proposed by a member of the Club or by the membership development
50 committee, shall be submitted to the board in writing, through the Club secretary. The proposal for the time being
51 shall be kept confidential.

52
53 (B) The board may request the membership committee chairperson to consider and report to the board on the
54 eligibility of the proposed member from the standpoint of classification.

55
56 (C) The board shall request the membership committee to investigate and report to the board on the eligibility of the
57 proposed member from the standpoint of character, business and social standing, and general eligibility.
58

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2
3 (D) The board shall consider and approve or disapprove potential membership based upon the recommendations of
4 the classifications and membership committees by a majority of votes and shall then notify the proposer, through the
5 Club secretary, of its decision.

6
7 (E) If the decision of the board is favorable, the proposer, together with one or more members of the Membership
8 committee, shall inform the prospective member of the purposes of Rotary and of the privileges and responsibilities
9 of membership in the Club, following which the prospective member shall be requested to complete and submit an
10 application for membership and to give permission for such prospective member's name and proposed classification
11 to be published to the Club.

12
13 (F) If no written objection to the proposal, stating reasons, is received by the board from any member of the Club
14 within ten (10) days following publication of the name of the prospective member, the prospective member, upon
15 payment of the admission fee, as prescribed in Section 2.05 of these Bylaws, shall be considered to be elected to
16 membership.

17
18 If a written objection to the proposal, stating reasons, is received by the current President from any member of the
19 Club within ten (10) days following publication of the name of the prospective member, a committee of the five (5)
20 most immediate past presidents who are still active members of the club and available to serve will be formed to
21 determine if stated reasons are or are not sufficient grounds for denying membership. The committee will file the
22 objection and their findings to the board within ten (10) days of publication expiration.

23
24 The Committees recommendation shall be considered at any regular or special meeting of the board and shall ballot
25 on the proposed member. If at least fifty-one percent (51%) of favorable votes for membership are cast by the
26 members of the board in attendance at such regular or special meeting, the proposed member, upon payment of the
27 prescribed admission fee, shall be considered to be elected to membership. If at least fifty-one percent (51%) of the
28 votes is non-favorable then the secretary shall send notification to the proposed member within five days.

29
30 Following the members election to membership as herein provided, the Club secretary shall issue a membership card
31 to the member and shall report such members name to Rotary International.

32
33 (G) The member shall be formally introduced as a new member at the next regular meeting of the Club.

34
35 Admission Fee

36
37 2.05. A fee in the amount determined from time to time by resolution of the Board of Directors shall be charged for,
38 and payable with, the application for membership. This application fee is non-refundable. Any transferring or former
39 member of another Club who is accepted into membership shall not be required to pay a second admission fee.

40
41 Annual Dues

42
43 2.06. The annual dues payable to the Club by members will **include** the **amounts** as directed by Rotary International
44 **and District** or as determined by a resolution of the Board of Directors subsequent to the effective date of these
45 Bylaws. Dues are payable semiannually **to Rotary International and District** on the first day of July and of
46 January, with the understanding six dollars (\$6.00) of each semiannual payment shall be applied to each member's
47 subscription to THE ROTARIAN MAGAZINE. For the convenience of members, such dues shall be prorated and
48 billed at the amount of **\$22.00** per month. (Note: The subscription price of THE ROTARIAN is \$12.00 per annum.)
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3 Additional Donations

4
5 2.07. In addition to the admission fees and annual dues set forth herein, each member shall also be charged the
6 following:

7
8 1. The Rotary International Foundation donation shall be in an amount determined by a resolution of the board, or
9 prorated and billed at the amount of \$2.00 per month.

10
11 2. The Scholarship donation shall be in an amount determined by a resolution of the board, or prorated and billed at
12 the amount of \$5.00 per month.

13
14 3. The "charitable contribution" donation shall be in a minimum amount determined by a resolution of the board, or
15 prorated and billed at the minimum amount of \$15.00 per month. The member says how much they want to give in a
16 year – the minimum amount is billed at \$15 a month – a member can elect more but not less.

17
18 **4 The Paul Harris Sustaining donation shall be billed at a minimum of \$10.00 per month or in an amount**
19 **to reach \$120.00 by May of each Rotary year.**

20
21
22 Number of Members

23
24 2.08. There is no limit on the number of members the Club may admit.

25
26 Transferring or Former Rotarian

27
28 2.09. A member may propose to active membership a transferring member or former member of a Club, if the
29 proposed member is terminating or has terminated such membership in the former Club and even if such member's
30 classification is filled at the Club being transferred to by the proposed member. The transferring or former member
31 of a Club being proposed to active membership under this section may also be proposed by the former Club.

32
33 Member Moving Out of Club Locality

34
35 2.10. An active member may retain membership in the Club if he/she moves from the locality of the Club.

36
37 Membership Book

38
39 2.11. The Club will keep a membership book containing the name, address, and class of each member in written
40 form or in any form capable of being converted into written form. The book must also note if a membership has
41 terminated and the date on which that membership ceased. The book will be kept at the principal office of the Club
42 and is subject to the rights of inspection required by law and as set forth in Section 2.12 of these Bylaws.

43
44 Inspection Rights of Members' Demand

45
46 2.12. (a) Subject to the Club's right to set aside a demand for inspection pursuant to Corporations Code Section 6331
47 and the authority of the court to limit inspection rights pursuant to Corporations Code Section 6332, and unless the
48 Club provides a reasonable alternative as permitted by Section 2.12(c) of these Bylaws, a member satisfying the
49 qualifications set forth may do either or both of the following:

50
51 (1) Inspect and copy the record of all the members names, addresses, and voting rights, at reasonable times, on five
52 business days? prior written demand on the Club, which must state the purpose for which the inspection rights are
53 requested; or

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3 (2) Obtain from the Secretary of the Club, on written demand and tender of a reasonable charge, a list of the names,
4 addresses, and voting rights of those members entitled to vote for the election of Directors, as of the most recent
5 record date for which it has been compiled or as of the date of demand. The demand must state the purpose for
6 which the list is requested. The membership list will be available on or before the later of 10 business days after the
7 demand is received, or after the date specified in the demand as the date as of which the list is to be compiled.
8

9 Members Permitted to Exercise Rights of Inspection

10 (b) The rights of inspection set forth in Section 2.12(a) of these Bylaws may be exercised by the following:

11 (1) Any member, for a purpose reasonably related to that person's interest as a member; or

12
13 (2) The authorized number of members for a purpose reasonably related to the members' interest as members;

14
15
16 Alternative Method of Achieving Purpose

17 (c) The Club, within 10 business days after receiving a demand pursuant to Section 2.12(a) of these Bylaws, may
18 deliver to the person or persons making the demand a written offer of an alternative method of achieving the purpose
19 identified in the demand without providing access to or a copy of the membership list. An alternative method that
20 reasonably and in a timely manner accomplishes the proper purpose set forth in a demand made pursuant to Section
21 2.12(a) of these Bylaws will be deemed reasonable, unless within a reasonable time after acceptance of the offer, the
22 Club fails to effect the alternative method. Any rejection of the offer must be in writing and indicate the reasons the
23 alternative proposed by the Club does not meet the proper purpose of the demand made pursuant to Section 2.12(a)
24 of these Bylaws.
25

26
27 Non-liability of Members

28 2.13. A member of the Club is not personally liable, solely because of membership, for the debts, obligations, or
29 liabilities of the Club.

30
31 Termination of Membership

32 2.14 Membership shall continue during the existence of this Club unless terminated as hereinafter provided.

33
34 Leave of Absence

35 **2.14.01 Upon written application to this board, setting forth good and sufficient cause, leave of absence may**
36 **be granted excusing a member from attending the meetings of the club for a specific length of time.**

37
38 Automatic Termination

39 2.14.02 (a) Membership Qualifications. Membership shall automatically terminate when a member no longer meets
40 the membership qualifications, except that:

41 (1) the board may grant a member moving from the locality of this Club or the surrounding area a special leave of
42 absence not to exceed one (1) year to enable the member to visit and become known to a Rotary Club in the new
43 community if the member is still active in the same classification and continues to meet all other conditions of Club
44 membership;

45 (2) the board may allow a member moving from the locality of this Club or the surrounding area to retain
46 membership if the member remains active in the same classification and continues to meet all other conditions of
47 Club membership; and
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3 (3) a member whose classification is lost without default of the member may retain such classification and be
4 granted a special leave of absence not to exceed one (1) year to enable the member to obtain new employment in the
5 current or a new classification. Such member must continue to meet all other conditions of Club membership.
6 Termination of membership would take effect only at the end of the period of leave granted to the member.

7
8 (b) How to Rejoin. When the membership of a member has terminated as provided in subsection (1) of this section,
9 such person may make new application for membership, under the same or another classification. A second
10 admission fee shall not be required.

11
12 (c) Termination of Honorary Membership. Honorary membership shall automatically terminate at the end of the
13 term for such membership as determined by the board. However, the board may extend an honorary membership for
14 an additional period. The board may revoke an honorary membership at any time.

15
16 Termination - Non-Payment of Dues.

17
18 2.14.03 (a) Process. Any member failing to pay dues within ninety (90) days after the prescribed time shall be
19 notified in writing by the **treasurer or** secretary at the member's last known address. If the dues are not paid on or
20 before ten (10) days of the date of notification, membership may terminate, subject to the discretion of the board.

21
22 (b) Reinstatement. The board may reinstate the former member to membership upon the former member's petition
23 and payment of all indebtedness to this Club. However, no former member may be reinstated to active membership
24 if the former member's classification has been filled.

25
26 Termination - Non-Attendance.

27
28 2.14.04 (a) Attendance Percentages. Unless otherwise excused by the Board for good and sufficient reason, a
29 member must

30
31 (1) attend or make up at least 60% of the Club's regular meetings in each half of the year;

32
33 (2) attend at least 30% of this Club's regular meetings in each half of the year. If a member fails to attend as
34 required, the member's membership shall be subject to termination unless the board consents to such non-attendance
35 good cause.

36
37 (b) Consecutive Absences. Unless otherwise excused by the board for good and sufficient reason, each member who
38 fails to attend or make up four consecutive regular meetings, shall be informed by the board that the member's non-
39 attendance may be considered a request to terminate membership in this Club. Thereafter, the board, by a majority
40 vote, may terminate the member's membership.

41
42 Termination - Other Causes.

43
44 2.14.05 (a) Good Cause. The board may terminate the membership of any member who ceases to have the
45 qualifications for membership in this Club or for any good cause by a vote of not less than two-thirds of the board
46 members, at a meeting called for that purpose.

47
48 (b) Notice. Prior to taking any action under subsection (a) of this section, the member shall be given at least ten (10)
49 days written notice of such pending action and an opportunity to submit a written answer to the board. The member
50 shall have the right to appear before the board to state the member's case. Notice shall be by personal delivery or by
51 registered letter to the member's last known address.

52
53 (c) Filling Classification. When the board has terminated the membership of a member as provided for in this
54 section, this Club shall not elect a new member under the former member's classification until the time for hearing
55 any appeal has expired and the decision of this Club or of the arbitrators has been announced.

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2
3 Right to Appeal or Arbitrate Termination.

4
5 2.14.06 (a) Notice. Within seven (7) days after the date of the board's decision to terminate membership, the
6 secretary shall give written notice of the decision to the member. Within fourteen (14) days after the date of the
7 notice, the member may give written notice to the secretary of the intention either to appeal to the Club or to
8 arbitrate as provided in Article XV.
9

10 (b) Date for Hearing of Appeal. In the event of an appeal, the board shall set for the hearing of the appeal at a
11 regular Club meeting to be held within twenty-one (21) days after receipt of the notice of appeal. At least five (5)
12 days written notice of the meeting and its special business shall be given to every member. Only members shall be
13 present when the appeal is heard.
14

15 (c) Arbitration. In the event of a request for arbitration, each party shall appoint an arbitrator and the arbitrators shall
16 appoint an umpire. Only a member of a Rotary Club may be appointed as umpire or as arbitrator.
17

18 (d) Appeal. If an appeal is taken, the action of the Club shall be final and binding on all parties and shall not be
19 subject to arbitration.
20

21 (e) Decision of Arbitrators or Umpire. If arbitration is requested, the decision reached by the arbitrators, or, if they
22 disagree, by the umpire, shall be final and binding on all parties and shall not be subject to appeal.
23

24 2.14.07 Board Action Final. Board action shall be final if no appeal to this club is taken and no arbitration is
25 requested.
26

27 2.14.08 Resignation. The resignation of any member from this club shall be in writing, addressed to the president or
28 secretary. The resignation shall be accepted by the board if the member has no indebtedness to this Club.
29

30 2.14.09 Forfeiture of Property Interest. Any person whose club membership has been terminated in any manner shall
31 forfeit all interest in any funds or other property to this Club.
32

33 2.14.10 Notwithstanding the provisions, no one who was a member of a Rotary club as of 1 July 2001 shall lose
34 membership by reason of enactment 01-148 adopted by the 2001 Council on Legislation.
35

36 2.14.11 Any and all rights of a member in the Club and in its property cease on the termination of membership.
37 However, termination does not relieve the member from any obligation for charges incurred, services or benefits
38 actually rendered, dues, assessments, or fees, or arising from contract or otherwise. The Corporation retains the right
39 to enforce any obligation or obtain damages for its breach.
40

41 Dual Membership

42
43 2.15 No person shall simultaneously hold active membership in this and another Club. No person shall
44 simultaneously be a member and an honorary member in this Club. No person shall simultaneously hold active
45 membership in this Club and membership in a Rotaract Club.
46

47 Honorary Membership

48
49 2.16 (a) Eligibility for Honorary Membership. Persons who have distinguished themselves by meritorious service in
50 the furtherance of Rotary ideals or who are friends of Rotary for their ongoing support of Rotary's causes may be
51 elected to honorary membership in this Club. The term of such membership shall be as determined by the board.
52 Persons may hold honorary membership in more than one Club.
53

54 (b) Rights and Privileges. Honorary members shall be exempt from the payment of admission fees and dues, shall
55 have no vote and shall not be eligible to hold any office in this Club. Such members shall not hold classifications,
56 but shall be entitled to attend all meetings and enjoy all the other privileges of this Club. No honorary member of
57 this Club is entitled to any rights and privileges in any other Club, except for the right to visit other clubs without
58 being the guest of a Rotarian.

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2
3 Holders of Public Office

4
5 2.17 Persons elected or appointed to public office for a specific time shall not be eligible to active membership in
6 this club under the classification of such office. This restriction shall not apply to persons holding positions or
7 offices in schools, colleges or other institutions of learning or to persons who are elected or appointed to the
8 judiciary. Members who are elected or appointed to public office for a specific period may continue as such
9 members in their existing classifications during the period in which they hold such office.

10
11 Rotary International Employment

12
13 2.18 This Club may retain in its membership any member employed by RI.
14
15

16
17 ARTICLE III

18
19 CLASSIFICATION OF MEMBERSHIP

20
21 General Provisions.

22
23 3.01 (a) Principal Activity. Each member shall be classified in accordance with the member's business or profession.
24 The classification shall be that which describes the principal and recognized activity of the firm, company or
25 institution with which the member is connected or that which describes the member's principal and recognized
26 business or professional activity.

27
28 (b) Correction or Adjustment. If the circumstances warrant, the board may correct or adjust the classification of any
29 member. Notice of a proposed correction or adjustment shall be provided to the member and the member shall be
30 allows a hearing thereon.

31
32 3.02. Limitations. This Club shall not elect a person to active membership from a classification if the Club already
33 has five or more members from that classification, unless the Club has more than 50 members, in which case, the
34 Club may elect a person to active membership. Members who are retired shall not be included in the total number of
35 members from a classification. If a member changes classification, the Club may continue the member's
36 membership under the new classification notwithstanding these limitations.

37
38 ARTICLE IV

39
40 MEETINGS OF MEMBERS

41
42 Regular Meetings

43
44 4.01. (a) Day and Time: This club shall hold a regular meeting once each week on the day and at the time
45 determined by the board.

46
47 **(b) The regular weekly meetings of this club shall be held on Tuesday at 12:00pm. Due notice of any changes**
48 **in or canceling of the regular meeting shall be given to all members of the club.**

49
50 (c) Change of Meeting. For good cause, the board may change a regular meeting to any day during the period
51 commencing with the day following the preceding regular meeting and ending with the day preceding the next
52 regular meeting, or to a different hour of the regular day, or to a different place.

53
54 (d) Cancellation. The board may cancel a regular meeting if it falls on a legal holiday or in case of the death of a
55 club member, or of an epidemic or of a disaster affecting the whole community, or of an armed conflict in the
56 community which endangers the lives of the club members. The board may cancel not more than four regular
57 meetings in a year for causes not otherwise specified herein provided that this club does not fail to met for more than
58 three consecutive meetings.

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 Annual Meetings

4
5 4.02. (a) An annual meeting for the election of officers shall be held not later than December 31 as provided in the
6 bylaws.

7
8 **(b) Members present shall constitute a quorum at the annual meeting.**

9
10 Voting of Membership

11
12 One Vote Per Member

13
14 4.03. (a) Each active member is entitled to one vote on each matter submitted to a vote of the members.

15
16 (b) The record date for the purpose of determining the members entitled to vote at any meeting of members is one
17 day before the date of the meeting of members.

18
19 (c) Cumulative voting is not authorized for the election of directors or for any other purpose.

20
21 (d) Members entitled to vote are not permitted to vote or act by proxy.

22
23 **(e) The business of this club shall be transacted by viva voce* vote. The board may determine that a specific
24 resolution be considered by ballot rather than viva voce vote.**

25
26 **(Note: Viva Voce is defined as when club voting is conducted by vocal assent.)**

27
28 Conduct of Meetings

29
30 Chairman

31
32 4.04 (a) The President of the Club or, in his or her absence, any other person chosen by a majority of the voting
33 members present will be Chairman of and preside over the meeting of the members.

34
35 (b) The Secretary of the Club will act as the secretary of all meetings of members. However, in the Secretary's
36 absence, the Chairman of the meetings of members will appoint another person to act as secretary of the meetings.

37
38 (c) The Robert's Rules of Order, as amended from time to time, governs the meetings of members insofar as those
39 rules are not inconsistent with or in conflict with these Bylaws, the Articles of Incorporation of this Club, or the
40 rules governing agenda, motions, and related matter.

41
42 4.05 ORDER OF BUSINESS. The Club shall include the following elements in every regular meeting of the
43 membership.

44
45 * Meeting called to order.

46
47 * Introduction of visiting Rotarians.

48
49 * Correspondence and announcements.

50
51 * Any new business.

52
53 * Address or other program features.

54
55 * Adjournment.

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2
3 ARTICLE V

4
5 ATTENDANCE

6
7 General Provisions

8
9 5.01 Each member should attend this Club's regular meetings. A member shall be counted as attending a regular
10 meeting if the member is present for at least 60% of the meeting, or is present and is called away unexpectedly and
11 subsequently produces evidence to the satisfaction of the board that such action was reasonable, or makes up for an
12 absence in any of the following ways:

13
14 (a) 14 Days Before or After the Meeting. If, within fourteen (14) days before or after the regular time for that
15 meeting, the member,

16
17 (1) attends at least 60% of the regular meeting of another club or of a provisional club; or

18
19 (2) attends a regular meeting of a Rotaract or Interact Club or Rotary Community Corps or of a provisional Rotaract
20 or Interact Club or Rotary Community Corps; or

21
22 (3) attends a convention of RI, a council on legislation, an international assembly, a Rotary institute for past and
23 present officers of RI, a Rotary institute for past, present and incoming officers of RI, or any other meeting
24 convened with the approval of the board of directors of RI or the president of RI acting on behalf of the board of
25 directors of RI, a Rotary multi-zone conference, a meeting of a committee of RI, a Rotary district conference, a
26 Rotary district assembly, any district meeting held by direction of the board of directors or RI, any district
27 committee meeting held by direction of the district governor, or a regularly announced intercity meeting of Rotary
28 clubs; or

29
30 (4) is present at the usual time and place of a regular meeting of another club for the purpose of attending such
31 meeting, but that club is not meeting at that time or place; or

32
33 (5) attends and participates in a club service project or a club-sponsored community event or meeting authorized by
34 the board; or

35
36 (6) attends a board meeting or, if authorized by the board, a meeting of a service committee to which the member is
37 assigned.

38
39 (7) Member has a thirty (30) minute interactive activity on a Club web site.

40
41 (8) If member attends Rotary fellowship.

42
43 When a member is outside the member's country of residence for more than fourteen (14) days, the time restriction
44 shall not be imposed so that the member may attend meetings in another country at any time during the travel
45 period, and each such attendance shall count as a valid make-up for any regular meeting missed during the
46 member's time abroad.

47
48 (b) At the Time of the Meeting. If, at the time of the meeting, the member is

49
50 (1) traveling with reasonable directness to or from one of the meetings specified in subsection (a)(3) of this section;
51 or

52
53 (2) serving as an officer or member of a committee of RI, or a trustee of The Rotary Foundation; or

54
55 (3) serving as the special representative of the district governor in the formation of a new club; or

56
57 (4) on Rotary business in the employ of RI; or

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2
3 (5) directly and actively engaged in a district-sponsored or a RI or Rotary Foundation-sponsored service project in a
4 remote area where making up attendance is impossible; or

5
6 (6) engaged in Rotary business duly authorized by the board which precludes attendance at the meeting.

7
8 (c) Extended Absence on Outposted Assignment. If the member, while working within the member's own country
9 of residence for an extended period on an outposted assignment and with the mutual agreement of the member's
10 club and a designated club, attends meetings of the designated club.

11
12 Excused Absences. A member's absence shall be excused if

13
14 5.02 (a) the absence complies with the conditions and under circumstances approved by the board. The board may
15 excuse a member's absence for reasons which it considers to be good and sufficient.

16
17 (b) the aggregate of the member's year of age and years of membership in one or more clubs is 85 years or more and
18 the member has notified the club secretary in writing of the member's desire to be excused from attendance and the
19 board has approved.

20
21 5.03 RI Officer's Absences. A member's absence shall be excused if the member is a current officer of RI.

22
23 5.04 Attendance Records. Any member whose absences are excused under the provisions of subsection (5) of
24 section 2 of this article shall not be included in the membership figure used to compute this club's attendance nor
25 shall such absences or attendances be used for that purpose.

26
27 ARTICLE VI

28
29 THE BOARD

30
31 Number of Directors

32
33 6.01 Collectively, the Directors of the various avenues of service, officers and immediate past president, will be
34 known as the Board. ~~This~~ **There shall be a maximum of total 15 Board Members, including the immediate past**
35 **president. In the event that the immediate past president has completed his or her eligibility to serve on the Board**
36 **during the year next succeeding his or her acting as President, said immediate past president shall nevertheless serve**
37 **as a member of the Board during said year and for that year the Board shall consist of sixteen (16) members.**

38
39 Qualifications

40
41 6.02 The members of the Board of the Club shall be members in good standing of the Victorville Rotary Club.

42
43 Term of Office

44
45 6.03 There is no limit to the term of office for each Board member.

46
47 Selection and Election of Directors

48
49 6.04 A. ~~Nominating Committee. The nominating committee, as defined in paragraph 7.03(a) herein, shall nominate~~
50 ~~new Board members. The incoming President shall select his board.~~

51
52 B. Members Eligible for Nomination. At the regular April Board meeting, the **incoming President nominating**
53 **committee** shall present to the Board a slate arrived at as set forth above. Each candidate considered for nomination
54 shall be an active member in good standing and must have agreed to accepted the responsibility of a directorship.

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2
3 C. Ratification. At the first June regular meeting of the membership, the slate of incoming directors shall be
4 presented to the membership for ratification. An approval by a majority of membership in attendance at that meeting
5 shall constitute ratification. The Board shall communicate the proposed incoming directors and the manner of
6 ratification, in writing, by newsletter or other means, to the Members no less than fourteen (14) days before the first
7 regular June meeting of the members.
8

9 Seating of New Directors

10
11 6.05 All newly elected and appointed Board members shall be ratified at the regular June membership meeting and
12 shall be participating members after July 1. Retiring Directors shall continue to serve through June 30.
13

14 Compensation

15
16 6.06 The Board members serve without compensation.
17

18 Board Meetings

19
20 6.07 (a) Meeting of the Board may be called by the President or any Vice-President or the Secretary or any two
21 directors.
22

23 (b) All meetings of the Board will be held at the principal office of the Club as specified in Section 1.01 of these
24 Bylaws or as changed from time to time by the Board.
25

26 (c) Regular meetings of the Board will be held on the second Monday of each month at a time and place designated
27 by the President, unless otherwise determined.
28

29 (d) Special meetings of the Board may be called by the President or any two Board members by any reasonable
30 means and with reasonable notice.
31

32 (e) A majority of the Board members constitutes a quorum of the Board for the transaction of business, except as
33 otherwise provided in these Bylaws.
34

35 **(f) A Board member that will be absent from the Board meeting may give his proxy vote to another board**
36 **member. Board members may possess only one proxy vote.**
37

38 (g) Except as otherwise provided in the Rotary Constitution, in these Bylaws, or by law, every act or decision done
39 or made by a majority of the Board present at a meeting duly held at which a quorum is present is the act of the
40 Board provided, however, that any meeting at which a quorum was initially present may continue to transact
41 business notwithstanding the withdrawal of Directors if any action taken is approved by at least a majority of the
42 required quorum for that meeting, or such greater number as is required by the law, the Articles, or these Bylaws.
43

44 (h) The President of the Board or, in his or her absence, any member selected by the Board then present will preside
45 at meetings of the Board. The Secretary of the Club or, in the Secretary's absence, any persons appointed by the
46 presiding officer will act as Secretary of the Board. Members of the Board may participate in meeting through use of
47 conference telephone or similar communications equipment, so long as all members participating in the meeting can
48 hear one another. This participation constitutes personal presence at the meeting.
49

50 (i) A majority of the Board present at the meeting, whether or not a quorum is present, may adjourn any meeting to
51 another time and place.
52

53 Action Without Meeting

54
55 6.08 Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of
56 the Board individually or collectively consent in writing to that action. Written consents must be filed with the
57 minutes of the proceedings of the Board. Action by written consent has the same force and effect as the unanimous
58 vote of the Directors.

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 Removal of Board Members - Removal for Cause

4
5 6.09 The Board may declare vacant the office of a Board member on the occurrence of any of the following events:

6
7 (1) The Board member has been declared of unsound mind by a final order of court.

8
9 (2) The Board member has been convicted of a felony.

10
11 (3) the Board member has been found by a final order or judgment of any court to have breached duties imposed by
12 Corporations Code Section 5230 et seq. on directors who perform functions with respect to assets held in charitable
13 trust.

14
15 (4) The Board member is no longer a member of the Club in good standing.

16
17 (5) Absence from two (2) consecutive regular meetings of the Board unless a prior leave of absence is approved by
18 the Board of Directors.

19
20 Resignation of Board Members

21
22 6.10 Any Board member may resign effective on giving written notice to the President or Secretary. The notice may
23 specify a later time for the effectiveness of the resignation. If the resignation is effective at a future time, a successor
24 may be elected to take office when the resignation becomes effective.

25
26 Vacancies in the Board - Causes

27
28 6.11 Vacancies on the Board of Directors occur on the death, resignation, or removal of any Board member.

29
30 Filling Vacancies by Board Action

31
32 6.12 Except as otherwise provided in the Rotary Constitution or these Bylaws, vacancies on the Board shall be filled
33 by approval of the Board.

34
35 Indemnification

36
37 6.13 The Club may, by resolution of the Board of Directors, provide for indemnification by the Club of any and all
38 current or former officers, directors, and employees against expenses actually and necessarily incurred by them in
39 connection with the defense of any action, suit, or proceeding in which they or any of them are made parties, or a
40 party, by reason of having been officers, directors, or employees of the Club, except in relation to matters as to
41 which such individuals shall be adjudged in such action, suit, or proceeding to be liable for negligence or
42 misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the
43 existence of such liability for negligence or misconduct.

44
45
46 ARTICLE VII

47
48 OFFICERS

49
50 Number and Titles

51
52 7.01 The officers of the Club shall be a President, an **incoming president**, ~~one or more~~ vice presidents, a Secretary,
53 and a Treasurer. The President is the general manager and chief executive officer of the Corporation.

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 Election and Resignation

4
5 7.02 The officers except for the president will be elected pursuant to Section 7.03(c) herein. Any officer may resign
6 his or her office at any time on written notice to the Club without prejudice to the rights, if any, of the Club under
7 any contract to which the officer is a party.

8
9 7.03 (a) Procedure. Each October the immediate Past President of the Club will form a volunteer committee to
10 solicit and review nominations for the office of President for the Rotary year commencing two years from the next
11 July, as well as incoming directors and officers.

12
13 The nominating committee shall consist of the immediate past president, **president** and **five (5)** other past
14 presidents of the Club. If a total of five (5) past presidents fail to volunteer to serve, the sitting Board will then
15 appoint the remaining members. **The president of the club will be a president pro-tem member of this**
16 **committee.**

17
18 (b) Requirements for Nomination as President. At the time of nomination, the President Nominee Elect shall be an
19 active member in good standing with the Club, and **may** have served on the board as a Director of Service for a
20 minimum of one (1) year.

21
22 At the time of taking office as president, the president nominee elect shall meet the following criteria:

- 23
24 1. Be an active member in good standing with the Club.
25
26 2. Served on the board of directors for at least three years.
27
28 3. Shall have served as an Avenue of Service Director for at least one year with significant involvement in at least
29 one other area.
30
31 4. Service as Attendance Officer **and as Club Service Director** for a period of one year within the previous 36
32 months of taking office as president.
33
34 5. Attended the District Assembly, District Conference, and, if possible, RYLA and the International Rotary
35 Convention. The president-elect shall attend the **seven (7)** district presidents-elect training seminar (**PETS**) and the
36 district assembly unless excused by the governor-elect. If so excused, the president-elect shall send a designated
37 club representative who shall report back to the president-elect. (Failure to attend PETS and District Assembly shall
38 prevent the president-elect from commencing his/her term of office.)
39

40 (c) Ratification of Officers. The nominating committee shall select potential candidates for all officers, including
41 president and present these for approval to the board at the regular April board meeting. The board shall verify the
42 candidates' qualifications and submit the nominations as a slate to the general membership, at the first June regular
43 meeting. An approval by a majority of membership in attendance at that meeting shall constitute ratification. The
44 Board shall communicate the slate of incoming officers and the manner of ratification, in writing, by newsletter or
45 other means, to the members no less than fourteen (14) days before the first regular June meeting of the members.
46 The officers elected in such balloting, excepting the incoming president elect in Paragraph 7.03(a), shall assume
47 office on the first day of July.
48

49 (d) Term of President. The president shall be elected as provided in the Bylaws, not more than three (3) years but not
50 less than eighteen months prior to the day of taking office. When a candidate for club president is elected, his/her
51 title shall be "President Nominee **Elect**". A year later, when successor is elected, the old "President-Nominee **Elect**"
52 will become **the "President Nominee"**. **The old President Nominee" will become** the "Incoming President".
53 When the "Incoming President" takes office on July 1, the title changes to "President". The President shall take
54 office on 1 July and shall serve for a period of one year or until a successor has been duly elected.
55
56
57
58

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 Duties of Officers

4
5 7.04 (a) President. It shall be the duty of the president to preside at meetings of the Club and board and to perform
6 such other duties as ordinarily pertain to such office.

7
8 (b) Incoming President. It shall be the duty of the incoming president to preside at meetings of the Club and board in
9 the absence of the president, to serve as a member of the board of the Club, **membership chair** and to perform such
10 other duties as may be prescribed by the president of the board.

11
12 **(c) President Nominee (Vice-President). It shall be the duty of the president nominee elect to take attendance,**
13 **greet members and guests, give receipts for any money collected for the first six months of the Rotary year, to**
14 **sell raffle tickets for the second six months of the Rotary year, and to serve as club service director and to**
15 **perform any other duties assigned by the president for the full Rotary year.**

16
17 **(d) President Nominee Elect: Upon election it shall be the duty of the president nominee elect to take**
18 **attendance, greet members and guests, give receipts for any money collected and to perform any other duties**
19 **assigned by the president.**

20
21 (e) Secretary. It shall be the duty of the secretary to keep the records of membership, **oversee and record**
22 attendance at meetings, ~~send out notices of meetings of the Club, board and committees, record and preserve the~~
23 ~~minutes of such meetings,~~ make the required reports to Rotary International, including the semiannual reports of
24 membership, which shall be made to the General Secretary of Rotary International on January 1st and July 1st of
25 each year, and including prorated reports to the general secretary on 1 October and 1 April of each active, **active**
26 **exempt and honorary** member who has been elected to membership in the club since the start of the July or
27 January semiannual reporting period, the report of changes in membership, which shall be made to the General
28 Secretary of Rotary International, the monthly report of attendance at the Club meetings which shall be made to the
29 district governor **by the fifteenth** of the **following** month, collect and remit to Rotary International subscriptions to
30 THE ROTARIAN, and perform such other duties as usually pertain to such office.

31
32 **(f) Secretary to the Board of Directors. It shall be the duty of the secretary to the BOD to send out notices of**
33 **meetings of the Club, board and committees, record and preserve the minutes of such meetings.**

34
35 (g) Treasurer. It shall be the duty of the treasurer to have custody of all funds, accounting for same to the club
36 annually and at any time upon demand by the board and to perform such other duties as pertain to such office. Upon
37 such member's retirement from office, such member shall turn over to the successor or to the president all funds,
38 books of accounts or any other club property in such member's possession.

39
40 (h) Vice President, Club Service. The vice president, club service, shall perform such duties as assigned by the
41 Board.

42
43 (i) Vice President, Community Service. The vice president, community service, shall perform such duties as
44 assigned by the Board.

45
46 (j) Vice President, Rotary Foundation. The vice president, Rotary Foundation, shall perform such duties as assigned
47 by the Board.

48
49 (k) Vice President, International Service. The vice president, international service, shall perform such duties as
50 assigned by the Board.

51
52 (l) Vice President, Vocational Service. The vice president, vocational service, shall perform such duties as assigned
53 by the Board.

54
55 (m) Vice President, Youth Service. The vice president, youth service, shall perform such duties as assigned by the
56 Board.

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 (n) Sergeant-at-Arms. The sergeant-at-arms shall interpret and enforce the governing documents of the club, and
4 perform such duties as assigned by the club.

5
6 Terms of Officers other than President

7
8 7.05 Each officer shall be elected as provided in the Bylaws. Except for the president, each officer shall take office
9 on 1 July immediately following election and shall serve for the term of office or until a successor has been duly
10 elected and qualified.

11
12
13 ARTICLE VIII

14
15 AVENUES OF SERVICE

16
17 In General.

18
19 8.01 (a) The president shall, subject to the approval of the board, appoint the following Avenue of Service Chairs
20 and Rotary Foundation Director:

21
22 * Club Service Chair

23
24 * Community Service Chair

25
26 * International Service Chair

27
28 * Vocational Service Chair

29
30 * Youth Service Chair

31
32 * Rotary Foundation Director

33
34 (b) The president and avenue of service chair shall, subject to the approval of the board, also appoint such
35 committees and their chairperson on particular aspects of Club Service, Community Service, International Service,
36 Vocational Service, Youth Service and Foundation Service that are to be deemed necessary.

37
38 (c) The avenues of service for club, community, international, vocational, youth and foundation shall consist of a
39 chairman, who shall be named by the president from the membership of the board, and not less than two other
40 members.

41
42 (d) The president shall be ex-officio, a member of all committees; and, as such, shall have all privileges of
43 membership thereon.

44
45 (e) Each avenue of service shall transact such business delegated to it in the Bylaws and such additional business as
46 may be referred to it by the president of the board. Except where special authority is given by the board, such
47 committees shall not take action until report has been made to the board and approved by the board.

48
49 (f) Should the president deem it necessary, one or more committees and their chairperson may be appointed dealing
50 with various aspects of youth activities, which, depending upon the respective responsibilities, may be under any, or
51 all, of the Community, International or Vocational avenues of service.. Where feasible and practicable in the
52 appointment of such directors of the avenues of service, there should be a provision for continuity of membership,
53 either by appointing one or more members for a second term or by appointing one or more members to a two year
54 term.

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 **(g) The duties of all committees shall be established and reviewed by the president for his or her year. In**
4 **declaring the duties of each, the president shall reference to appropriate RI materials. Each committee shall**
5 **have a specific mandate, clearly defined goals, and action plans established by the beginning of each year for**
6 **implementation during the course fo the year. It shall be the primary responsibility of the president to**
7 **provide the necessary leadership to prepare recommendations for club committees, mandates, goals, and**
8 **plans for presentation to the board in advance of the commencement of the year as noted above.**
9

10 Club Service

11
12 8.02 (a) The director of Club Service shall be responsible for all Club Service activities and shall supervise and
13 coordinate the work of all committees appointed on particular aspects of Club Service.
14

15 (b) The avenue of Club Service shall consist of the director of Club Service and the chairpersons of all committees
16 appointed on particular aspects of Club Service.
17

18 (c) The president shall, subject to the approval of the board, appoint all or some or combine one or more of the
19 following areas on particular aspects of Club Service:
20

21 * Communications

22
23 * Firesides

24
25 * Fundraisers

26
27 * Club Bulletin

28
29 * Membership

30
31 * Programs

32
33 * Public Relations

34
35 * Bylaws

36
37 * Classifications

38
39 * Historian

40
41 (d) The president shall appoint the incoming president to oversee and coordinate the work of the classifications and
42 membership development.
43

44 (e) Where feasible and practicable in the appointment of club committees, there should be provision for continuity
45 of membership, either by appointing one or more members for a second term or by appointing one or more members
46 to a two-year term.
47

48 Community Service

49
50 8.03 (a) The director of Community Service shall be responsible for all Community Service activities and shall
51 supervise and coordinate the work of all committees appointed on particular aspects of Community Service.
52

53 (b) The avenue of Community Service shall consist of the director of Community Service and the chairpersons of all
54 committees appointed on particular aspects of Community Service.
55
56
57
58

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 (c) The president shall, subject to the approval of the board, appoint all or some or combine one or more of the
4 following areas on particular aspects of Community Service:

- 5
- 6 * Food Baskets
- 7
- 8 * Bone Marrow/Blood Drive Projects
- 9
- 10 * Immunization Clinics
- 11
- 12 * Wilderness Trail
- 13
- 14 * City Partnership Projects
- 15
- 16 * Angel Tree Project
- 17
- 18 * **Public Service Awards**
- 19

20 (d) Where feasible and practicable in the appointment of club committees, there should be provision for continuity
21 of membership, either by appointing one or more members for a second term or by appointing one or more members
22 to a two-year term.

23
24 International Service

25
26 8.04 (a) The director of **International** Service shall be responsible for all International Service activities and shall
27 supervise and coordinate the work of all committees appointed on particular aspects of International Service.

28
29 (b) The avenue of International Service shall consist of the director of International Service and the chairpersons of
30 all committees appointed on particular aspects of International Service.

31
32 (c) The president shall, subject to the approval of the board, appoint all or some or combine one or more of the
33 following areas on particular aspects of International Service:

- 34
- 35 * Ensenada Orphanage
- 36
- 37 * International Youth Exchange - Summer
- 38
- 39 * International Youth Exchange - Year
- 40
- 41 * Sister Club - Ensenada
- 42
- 43 * Group Study Exchange Team (GSE)
- 44
- 45 * Matching Grants
- 46
- 47 * Ambassadorial Scholarship
- 48
- 49 * **Peace Scholarship**
- 50

51 (d) Where feasible and practicable in the appointment of club committees, there should be provision for continuity
52 of membership, either by appointing one or more members for a second term or by appointing one or more members
53 to a two-year term.

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 Vocational Service

4
5 8.05 (a) The director of Vocational Service shall be responsible for all **Vocational** Service activities and shall
6 supervise and coordinate the work of all committees appointed on particular aspects of Vocational Service.

7
8 (b) The avenue of Vocational Service shall consist of the director of Vocational Service and the chairpersons of all
9 committees appointed on particular aspects of Vocational Service.

10
11 (c) The president shall, subject to the approval of the board, appoint all or some or combine one or more of the
12 following areas on particular aspects of Vocational Service:

13
14 * Teachers' Mini-Grants

15
16 * Principals' Breakfast

17
18 * High School Scholarships

19
20 * College Scholarships

21
22 * 4 Way Speech Contest

23
24 * Dr. Pat Mark Junior High 4 Way Speech Contest

25
26 * Benny Strong Music Award Contest

27
28 * Dan Stover Music Awards

29
30 * ~~Striving To Achieve Results - STAR Awards~~

31
32 (d) Where feasible and practicable in the appointment of club committees, there should be provision for continuity
33 of membership, either by appointing one or more members for a second term or by appointing one or more members
34 to a two-year term.

35
36 Youth Service

37
38 8.06 (a) The director of Youth Service shall be responsible for all Youth Service activities and shall supervise and
39 coordinate the work of all committees appointed on particular aspects of Youth Service.

40
41 (b) The avenue of Youth Service shall consist of the director of Youth Service and the chairpersons of all
42 committees appointed on particular aspects of Youth Service.

43
44 (c) The president shall, subject to the approval of the board, appoint all or some or combine one or more of the
45 following areas on particular aspects of Club Service:

46
47 * Interact Clubs

48
49 * Seven Rotary Districts Interact Symposium

50
51 * **Rotaract Clubs**

52
53 * **Junior Rotary Clubs (Mideract, Kideract, Junior Interact etc.)**

54
55 * Teen Leadership Camp (TLC) for 8th Graders in Jr. High/Middle School

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 * **Rotary Youth Leadership Awards (RYLA)** for Juniors in High School

4
5 * "Read to Me"

6
7 * Reading by Nine Program

8
9 (d) Where feasible and practicable in the appointment of club committees, there should be provision for continuity
10 of membership, either by appointing one or more members for a second term or by appointing one or more members
11 to a two-year term.

12
13 Rotary Foundation

14
15 8.07 (a) The director of the Rotary Foundation for the club shall be responsible for all Rotary Foundation activities
16 and shall supervise and coordinate the work of all committees appointed on particular aspects of the Rotary
17 Foundation at the club level.

18
19 (b) The area of the Rotary Foundation at the club level shall consist of the director of the Rotary Foundation and the
20 chairpersons of all committees appointed on particular aspects of the Rotary Foundation.

21
22 (c) The president shall, subject to the approval of the board, appoint all or some or combine one or more of the
23 following areas on particular aspects of the Rotary Foundation:

24
25 * Paul Harris Fellow

26
27 * Sustaining Paul Harris

28
29 * Paul Harris Benefactor

30
31 * Paul Harris Society

32
33 * Bequest Society

34
35 * **Foundation Recognition Event**

36
37 * **Community Service Awards**

38
39 (d) Where feasible and practicable in the appointment of club committees, there should be provision for continuity
40 of membership, either by appointing one or more members for a second term or by appointing one or more members
41 to a two-year term.

42
43 Standing Committees

44
45 **8.08 (a) Past-Presidents advisory committee shall include all past-presidents who are members of this Rotary**
46 **Club. The Immediate-Past President shall be the chair of this committee. They will from time-to-time bring**
47 **before the board ideas to enhance the club and its members for consideration of the President and the board.**

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 ARTICLE IX

4
5 FINANCES

6
7 In General

8
9 9.01 The **appointed officer** shall deposit all funds of the club in some bank to be named by the board.

10
11 9.02 All bills shall be paid as follows: For amounts under \$500, **for budgeted amounts over \$500, and amounts**
12 **approved by the board** by check signed by the treasurer or any other authorized signatory. For **un-budgeted**
13 amounts over \$500, by check signed by the treasurer and one other authorized signatory. No bill shall be paid
14 without presentation of acceptable written documentation evidencing same which is approved by the treasurer. The
15 standing board shall make a decision by the May board meeting whether a reviewed statement by a certified public
16 accountant or other qualified person shall be made of all the club's financial transactions, for the previous fiscal
17 year.

18
19 9.03 Officers having charge or control of funds shall give bond as may be required by the board for the safe custody
20 of the funds of the club, cost of bond to be borne by the club.

21
22 9.04 This fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues
23 shall be divided into two semiannual periods extending from July 1st to December 31st, and from January 1st to
24 June 30th. The payment of per capita dues and magazine subscriptions to Rotary International **and District** shall be
25 made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

26
27 (Note: Magazine subscriptions for members joining during a semiannual period are payable upon invoice from the
28 Secretariat.)

29
30 9.05 At the beginning of each fiscal year, the board shall prepare or cause to be prepared a budget of estimated
31 income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit
32 of expenditures for the respective purposes unless otherwise ordered by action of the board.

33
34
35 ARTICLE X

36
37 CORPORATE RECORDS, REPORTS, AND SEAL

38
39 Keeping Records

40
41 10.01 The Corporation must keep adequate and correct records of account and minutes of the proceedings of its
42 members, Board, and committees of the Board. The Corporation must also keep a record of its members giving their
43 names and addresses and the class of membership held by each. The minutes will be kept in written form. Other
44 books and records will be kept in either written form or in any other form capable of being converted into written
45 form.

46
47 Annual Report

48
49 10.02 The Board will cause an annual report to be prepared after the close of the corporation's fiscal year. The
50 report must contain all the information required by Corporations Code Section 6321(a) and be accompanied by any
51 report of independent accountants. If there is no report of independent accountants, the certificate of an authorized
52 officer of the Corporation that the statements were prepared without audit from the books and records of the
53 Corporation.

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 Annual Statement of Certain Transactions and Indemnifications

4
5 10.03 The Corporation must furnish annually to its members a statement of any transaction or indemnification
6 described in Corporations Code Section 6322(d) and (e), if that transaction or indemnification took place. The
7 annual statement must be affixed to and sent with the annual report described in Section 10.02 of these Bylaws.
8
9

10 ARTICLE XI

11
12 RESOLUTIONS

13
14 11.01 No resolution or motion to commit this club on any matter shall be considered by the club until it has been
15 considered by the Board. Such resolutions or motions, if offered at a club meeting, shall be referred to the Board
16 without discussions.
17
18

19 ARTICLE XII

20
21 ACCEPTANCE OF OBJECT AND COMPLIANCE WITH CONSTITUTION AND BYLAWS

22
23 12.01 By payment of an admission fee and dues, a member accepts the principles of Rotary as expressed in its object
24 and submits to and agrees to comply with and be bound by the constitution and bylaws of this club, and on these
25 conditions alone is entitled to the privileges of this club. Each member shall be subject to the terms of the
26 constitution and bylaws regardless of whether such member has received copies of them.
27
28

29 ARTICLE XIII

30
31 ARBITRATION AND MEDIATION

32
33 13.01 Disputes. Should any dispute, other than as to a decision of the board, arise between any current or former
34 member(s) and this club, any club officer or the board, on any account whatsoever which cannot be settled under the
35 procedure already provided for such purpose, the dispute shall, upon a request to the secretary by any of the
36 disputants, either be resolved by mediation or settled by arbitration.
37

38 13.02 Date for Mediation or Arbitration. In the event of mediation or arbitration, the board shall set a date for the
39 mediation or arbitration, in consultation with disputants, to be held within twenty-one (21) days after receipt of the
40 request for mediation or arbitration.
41
42
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58

1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

2
3 13.03 Mediation. The procedure for such mediation shall be that recognized by an appropriate authority with
4 national or state jurisdiction or be that recommended by a competent professional body whose recognized expertise
5 covers alternative dispute resolution or be that recommended by way of documented guidelines determined by the
6 board of Rotary International or the trustees of The Rotary Foundation. Only a member of a Rotary club may be
7 appointed as mediator(s). The club may request the district governor or the governor’s representative to appoint a
8 mediator who is a member of a Rotary club and who has appropriate mediation skills and experience.
9

10 (A) Mediation Outcomes. The outcomes or decisions agreed between the parties as a result of mediation shall be
11 recorded and copies held by each party, the mediator(s) and one copy given to the board and to be held by the
12 secretary. A summary statement of outcomes acceptable to the parties involved shall be prepared for the information
13 of the club. Either party through the president or secretary may call for further mediation if either party has retracted
14 significantly from the mediated position.
15

16 (B) Unsuccessful Mediation. If mediation is requested but is unsuccessful, any disputant may request arbitration as
17 provided in section 1 of this article.
18

19 13.04 Arbitration. In the event of a request for arbitration, each party shall appoint an arbitrator and the arbitrators
20 shall appoint an umpire. Only a member of a Rotary club may be appointed as umpire or as arbitrator.
21

22 13.05 Decision of Arbitrators or Umpire. If arbitration is requested, the decision reached by the arbitrators or, if they
23 disagree, by the umpire shall be final and binding on all parties and shall not be subject to appeal.
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26 ARTICLE XIV

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28 BYLAWS

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30 14.01 This club shall adopt bylaws that are not inconsistent with the constitution and bylaws of RI, with the rules of
31 procedure for an administrative territorial unit where established by RI, and with the Club Constitution, embodying
32 additional provisions for the government of this club. The Board are required to review the bylaws at least every
33 three (3) years and such bylaws may be amended from time to time as therein provided.
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36 ARTICLE XV

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38 AMENDMENTS

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40 15.01 These bylaws may be amended at any regular meeting, quorum being present, by a two thirds vote of all
41 members present, provided that notice of such proposed amendment shall have been mailed to each member at least
42 ten days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with
43 the club constitution and with the constitution and bylaws of Rotary International.
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1 BYLAWS OF THE ROTARY CLUB OF VICTORVILLE

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3 CERTIFICATE OF SECRETARY OF ROTARY CLUB OF VICTORVILLE

4

5 a California Nonprofit Corporation

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7 I hereby certify that I am the duly elected and acting Secretary of this corporation and that the foregoing Bylaws,
8 comprising 30 pages, constitute the Bylaws of this corporation as duly adopted at a meeting of the Board of
9 Directors held on .

10

11

12

13 Dated: _____

14

15 Secretary