

# Rotary



## 2021 District Bylaws Rotary International District 7620

### PREFACE

District 7620 of Rotary International has adopted these Bylaws for the purpose of outlining the procedures to be followed in administering District affairs, and the actions of the Clubs and members of those Clubs, only to the extent that their actions affect the operation of the District and/or District activities.

These Bylaws were previously known as the Manual of Procedure, which was adopted at the Altoona, PA District Conference in 1936. Subsequent revisions were made in 1952, 1966, 1974, 1976, 1979, 1993, 1995, 1997, 1999, 2005, 2007, 2008, 2009, 2010, 2012, 2013 and 2021.

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### ARTICLE I - INTRODUCTION

#### Section A. Definitions

The following words and acronyms shall have the meanings indicated; however, references to the *Constitution of Rotary International*, the *Standard Rotary Club Constitution*, the *Bylaws of Rotary International*, the *Rotary Code of Policies*, and the *Rotary Foundation Code of Policies* will be referred to by their titles:

AG	Area Governor
Club	A Rotary Club in the District

District	District 7620 of Rotary International
DDF	District Designated Funds
DELT	District Executive Leadership Team
DES	District Executive Secretary
DG	District Governor
DGE	District Governor Elect
DGN	District Governor Nominee
DGN-D	District Governor Nominee-Designee
DRFC	District Rotary Foundation Committee Chair
GSC	Governor Selection Committee
IPDG	Immediate Past District Governor
Interact Club	A club of young adults ages 12 to 18
PDG	Past District Governor
PETS	Presidents-Elect Training Seminar
RI	Rotary International
RI Manual	Rotary International Manual of Procedure
Rotaract Club	A club of young adults ages 18 or older
Satellite Club	A club whose members are also members of the sponsoring Rotary club.
Year	Period beginning July 1 and ending the following June 30

## **Section B. Purpose**

The purpose of the District is to strengthen and support the Clubs by helping the Clubs advance the Object of Rotary.

## **Section C. Legal Status**

The District shall operate as a non-profit, non-stock corporation under RI's 501(c)(4) group tax exemption and Maryland's laws.

## **Section D. Territory and Governance**

**Subsection 1:** The District is a geographical area in which Rotary Clubs are combined for RI administrative purposes.

**Subsection 2:** The boundaries of the District are as follows:

- a) The Susquehanna River on the northeast.
- b) The Mason-Dixon line on the north.
- c) The western boundary of Frederick County, Maryland on the west.
- d) The Potomac River on the southwest including Washington, DC; and
- e) The Chesapeake Bay on the east.

RI may change these boundaries at any time.

**Subsection 3:** The District shall adhere to the *RI Manual; Constitution of Rotary International; the Bylaws of Rotary International; and the Standard Rotary International Club Constitution; the rules and regulations promulgated thereunder by the RI Board of Directors and the Trustees of the Rotary Foundation, including the Rotary Code of Policies; Rotary Foundation Code of Policies; and these Bylaws.*

If there is a conflict between these Bylaws and the *Constitution of Rotary International; the Bylaws of Rotary International; the Rotary Code of Policies; and/or the Rotary Foundation Code of Policies*, the latter documents shall take precedence.

## **ARTICLE II - DISTRICT ORGANIZATION**

### **Section A. District Executive Leadership Team**

The District Executive Leadership Team (DELT) is comprised of iPDG, DG, DGE, DGN, and DGN-D. The District Treasurer and DRFC may serve as non-voting members. These Rotarians serve as the executive board for District 7620 and work collectively to manage the District's affairs. The chair of the DELT is the DG, who establishes its agenda and meeting calendar.

### **Section B. District Leadership Plan**

Every RI District is required to have a District Leadership Plan (Plan) for the purpose of strengthening Rotary at the District and Club levels. This District has adopted a Plan to conform to RI requirements under Article 17.030 of the *Rotary Code of Policies*.

The DG shall make appointments to the positions required by the Plan from members of the Clubs. Under the Plan, some appointments may be for more than one year, and in those cases, the DG shall not make those appointments without consulting with the DGE, DGN, and DGN-D whose years are impacted. While this consultation and coordination is important to District leader continuity, the ultimate decision rests with the DG.

By March 1 of the calendar year in which he or she will take office as DG, the DGE, with advice and counsel of the DGN, shall:

- a) Assign the Clubs to areas, taking into consideration the number of clubs and their geographical proximity; and
- b) Appoint an AG for each of the areas designated.

### **Section C. Areas**

Each Club in the District shall be assigned to one (1) of twelve (12) areas (numbers 1 to 12). The DGE for the 2021-22 Year, and the DGE every three (3) years thereafter, shall designate regions that are reasonably constituted according to active member counts of contiguous Clubs, such that the 12 areas shall be approximately equal in active member

counts. The basis for these counts shall be Club membership identified in the RI Semi-Annual Report (SAR). The DGE shall consider the SAR for July 1 at the start of his/her term as DGE. The regional assignments shall be completed by November 30, to become effective on the next July 1, and to be in effect for three (3) years. The DELT reserves the right to redesignate earlier than three (3) years as the District's membership grows or declines.

#### **Section D. District Governor**

The administration of Clubs in the District is under the direct leadership of the DG. As RI's officer in the District, the DG is charged with furthering the Object of Rotary by providing leadership and supervision of the Clubs in the District. The DG shall ensure continuity within the District by working with past, current, and incoming District leaders to foster effective Clubs. Specific duties and responsibilities of the DG are outlined in Section 16.030 of the *Bylaws of Rotary International*.

The DG is the sole person with authority to obligate the District and sign contracts on its behalf. The DG may delegate this responsibility, but such authority must be done in writing and must identify the scope of the authority being delegated. For annual District Conference obligations extending beyond the current year by one or two years, the DG should grant signature authority to the DGE and DGN, respectively.

The DG shall have all contracts reviewed by one or more attorneys and/or accountants, for the purpose of review and comment, before such contract is signed.

#### **Section E. District Governor Elect**

The DGE shall be responsible for chairing the Strategic Planning Committee and any other committees, as designated by the DG. In accordance with RI policy, the DGE shall make appointments for positions to serve during his/her term of service as DG:

- a) District Treasurer,
- b) Aide to the RI President and/or the RI President's Representative, and
- c) Other members of his/her leadership team.

The DGE may also make appointments to other positions and committees; create positions and committees as may be necessary or desirable; and set the number of members to serve on a committee or subcommittee as needed to conduct the business of the District. All assignments and appointments shall become effective on July 1. DGE-appointed committee chairs may begin to plan activities that begin on July 1 only after consultation with the current DG.

#### **Section F. District Governor Nominee**

The DGN shall be responsible for developing and maintaining any displays for promoting the District at Zone and other related RI functions, and for any other committees, as designated by the DG.

## **Section G. District Governor Nominee-Designee**

The DGN-D shall become DGN on July 1 of the Year following when he or she was selected.

Once the name of the DGN-D is officially announced, the DGN-D shall learn the operations of the District and be a voting member of the DELT. The DGN-D shall undertake assignments as directed by the DG and attend all required RI training programs.

## **Section H. District Executive Secretary**

The District shall engage a DES to assist the DG, DGE, and DGN in administering the affairs of the District. Duties and responsibilities may vary depending upon the needs of the DG.

The DELT shall review the DES's job description and contract annually. The DELT shall serve as the selection committee for the DES position and conduct contractor interviews as needed.

The DES shall be an independent contractor and not an employee of the District. The contract with the DES shall be executed by the DG, with the concurrence of the DGE and DGN, no later than June 1 of the calendar year in which the DGE will take office as DG (July 1). The DES shall be self-bonded in an amount to be determined by the DG and DGE.

## **Section I. District Treasurer**

**Subsection 1:** The DGE shall appoint a member of a Club to be District Treasurer. The primary duty of the District Treasurer is to safeguard the financial assets of the District and account for disbursement of the same. At District expense, the District Treasurer shall be bonded in an amount to be determined by the DG and DGE.

**Subsection 2:** The District Treasurer's duties shall also include, but not be limited to: (a) accounting for the receipts of the District, and making payments promptly as directed by the DG; (b) the issuance, no less frequently than quarterly, of a profit and loss statement compared with budget; (c) preparing and issuing by July 31, a balance sheet, profit and loss statement, and general ledger for the Rotary Year just ended; (d) overseeing the annual filing of all state and federal returns and reports; and (e) transferring signature control over any and all accounts in behalf of the District to his or her successor by no later than July 5.

**Subsection 3:** The District Treasurer shall have the primary signatory authority for all checks on District accounts, except the District Designated Fund (DDF). In the absence of the District Treasurer, checks shall be signed by the DG or the DGE. The primary signatory for the DDF shall be the DRFC.

**Subsection 4:** The District Treasurer shall support and provide all necessary records for the preparation of an annual review.

### **Section J. Aide to RI President and/or President's Representative**

The Aide to the RI President and/or the RI President's Representative shall be a PDG, appointed by the DGE to serve in the upcoming year, to assist when such individuals are visiting the District. The Aide shall serve as host and assist the President or President's Representative in whatever respect may be required for the prompt and complete conduct of his or her business within the District.

### **Section K. Council of Past District Governors**

An advisory council of PDGs, also known as the Council of Governors (COG), shall be formed so that the DG may call upon it for advice and assistance. The authority and/or responsibility of the DG shall in no way be impaired or impeded by the advice or actions of the COG. The DGE shall appoint a PDG, to serve as chairperson for the upcoming Rotary Year. The COG shall meet at least twice each Rotary Year.

### **Section L. District Legal Advisor**

The DG shall appoint a Rotarian to serve as District Legal Advisor, who shall provide *pro bono* counsel to assist the DG in assessing and responding to any potentially adverse actions, reviewing all district contracts, and providing general legal counsel. The District Legal Advisor shall not speak as an officer of Rotary; only the DG has this authority. The District Legal Advisor shall also be available to render advice and counsel to the DELT and shall serve as a member of the District's Risk Management Committee.

### **Section M. Vice Governor**

The Vice Governor shall relieve the DG in the event the DG is temporarily or permanently unable to perform the DG's duties. The disability determination may be made by the DG or the RI President.

Per the *RI Manual of Procedures*, the GSC may select a PDG, proposed by the DGE, to be Vice Governor, who shall serve during the year following selection. If the GSC makes no selection, the DGE may select a PDG to be Vice Governor. (Reference *Bylaws of Rotary International*, Article 16.060). The Vice Governor shall serve until the DG is able to resume his/her duties.

### **Section N. Administrative Assistant Governor**

The DGE may appoint one or more Administrative Assistant Governors (AAG) to serve during his or her term as DG. The AAG shall perform administrative and managerial functions as assigned by the DG to enhance the administration of the District. The AAG

shall be a past Club President from District 7620, and preferably be a former AG or PDG. The AAG serves at the discretion of the DG, but does not have signatory authority nor can he or she vote on the DELT.

### **Section O. Area Governors**

AGs are appointed by the DGE to motivate and support a group of designated clubs to thrive. Only past Club Presidents from District 7620 are eligible to be AGs.

### **Section P. Committees**

District committees shall operate to assist the DG in carrying out the goals of the District. The District shall have the following five (5) standing committees, as required by *Rotary Code of Policies*:

1. Membership,
2. Public Image,
3. Finance,
4. Training, and
5. Rotary Foundation.

In addition, the District may have the following three (3) standing committees:

6. District Conference,
7. RI Convention Promotion, and
8. Extension and New Clubs.

A description of these standing committees and their responsibilities should be set forth in the District's Policies and Procedures Manual. *Ad hoc* and special committees may be appointed as needed by the DG.

The DGE shall be responsible for appointing committee chairs and committee members and for conducting planning meetings prior to the start of his or her year as DG. Standing committee chairs should be selected by the DGE and reported to RI by December 31 in the year before taking office on July 1. The DG and DGE shall work together to ensure continuity of leadership and succession planning.

Each committee shall transact business as delegated to it by these bylaws, *Rotary Code of Policies*, *Rotary Foundation Code of Policies*, and the DG. Committees shall not take action on behalf of the District until such proposed action is reported to and approved by the DG or the DELT.

Using commonly accepted parliamentary procedures, each committee chair shall be responsible for holding periodic committee meetings; overseeing the activities of the committee; ensuring that committee actions are recorded in meeting minutes; and reporting the status of activities of the committee to the DG on a regular basis.

Committee meeting minutes shall be posted on the District's website within a reasonable time following the committee meeting.

The DG shall be an *ex officio* member of all committees and shall have all the privileges of membership thereon; however, the DG shall not serve as a committee chair. Committee chairs and members should participate in District training meetings. Committee chairs and members serve at the discretion of the DG.

### **ARTICLE III -- CONFLICT OF INTEREST POLICY**

The District shall adopt a conflict-of-interest policy that is consistent with *Rotary Code of Policies*, Article 28.090, to cover members of the DELT, the DES, members of the District Finance and Grants Committees, and others with significant decision-making authority with respect to financial or other resources of the District (collectively, the "Interested Parties"). Each Interested Party shall sign the conflict-of-interest policy statement annually, at the beginning of each Year, and for each subsequent Year he or she remains an Interested Party.

### **ARTICLE IV -- HARASSMENT POLICY**

Rotary is committed to maintaining an environment that is free of harassment. The District shall adopt and maintain a harassment policy that is consistent with *Rotary Code of Policies*, Article 26.

### **ARTICLE V - DISTRICT MEETINGS**

The DELT shall approve a sequence of training events and meetings each Year, as required by the *Bylaws of Rotary International* and *RI Manual*.

#### **Section A. District Conference**

In accordance with the *Bylaws of Rotary International*, Article 15.040, the DG shall host a District Conference. This is a conference of Rotarians held annually at a time and place agreed to by the DG and the presidents of the majority of Clubs in the District.

#### **Section B. Presidents-Elect Training Seminar**

In accordance with the *Bylaws of Rotary International*, Article 15.020, a District (or multi-district) PETS shall be held annually, preferably in February or March, to orient and train incoming Club presidents in the District, as determined by the DGE. The DGE shall plan, conduct, direct, and supervise the PETS.



## **Section C. District Training Assembly**

In accordance with the *Bylaws of Rotary International*, Article 15.030, a District (or multi-district) training assembly shall be held annually (preferably in March, April, or May), to develop club leaders who have the necessary skills, knowledge, and motivation to: sustain and expand their membership base; implement successful projects that address the needs of their communities and communities in other countries; and support TRF through both program participation and financial contributions. The DGE shall plan, conduct, direct, and supervise the District Training Assembly. In special circumstances, the DELT may authorize a District Training Assembly at a date other than those specified here. Those specifically invited shall include incoming club presidents and club leaders.

## **ARTICLE VI - DISTRICT FINANCES**

### **Section A: District Funds**

The District shall maintain an account known as the District Operating Account. The Operating Account is used for the District's revenues, which come primarily from club dues and program income; and ongoing expenses, such as the DES's compensation and District leadership seminars and assemblies. The District Operating Account shall be financed by Clubs through a mandatory per capita levy on their members, for the purposes of financing District operations, sponsored projects, if any, and the administration and development of Rotary in the District. Such levy shall be approved by the affirmative vote of three-fourths of the incoming Club presidents present at the District Assembly immediately preceding the Rotary Year for which the budget is adopted. Part of the account may be restricted as to its source of income and the purpose(s) for which those funds may be spent.

### **Section B: District Budget**

The DGE should distribute his or her proposed budget to the incoming Club presidents no fewer than 30 days in advance of the District (or multi-district) PETS. In the proposed budget, anticipated total expenses shall not exceed total anticipated revenue.

The District shall not borrow funds for current expenses if repayment of such funds is to take place during a subsequent Rotary Year unless the individual(s) who will be DG during the proposed year(s) of repayment consent. In addition, a majority of the current Club presidents shall vote to approve the taking out of the loan.

### **Section C: Dues Payments**

One-half of each Club's annual dues payment shall be paid to the District by July 31, based on the number of active members reported as of July 1; and the second half of the Club's annual dues payment shall be paid by January 31, based on the number of active members reported as of January 1.

## **Section D: District Designated Fund**

A fund under the auspices of the District is the District Designated Fund (DDF). The DDF involves funds contributed by members to The Rotary Foundation's (TRF's) Annual Fund. DDF funds are managed by the DRFC who is the District's representative to the TRF. The DRFC, who has primary management responsibility for the DDF, shall manage and, after approval by the DG, disburse all TRF funds; manage the TRF District Grants Committee; and provide monthly DDF financials to the DELT.

## **Section D: Project Trust Fund**

The District maintains a Project Trust Fund (Fund), a separate organization incorporated under the laws of the State of Maryland and registered as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code. The Fund, which has its own bylaws, was formed to help District Clubs with no Section 501(c)(3) organization of their own through which to accept and disburse charitable contributions. The Fund is available to District Clubs to deposit monies from qualifying fundraising activities and charitable contributions, and to issue checks for expenses and to fund charitable and educational activities. The District shall report the status of the Fund, including income and expenditures, to the membership at least once a year.

## **ARTICLE VII - GOVERNOR SELECTION PROCESS**

### **Section A. Selection of a District Governor**

**Subsection 1:** The Governor of the District shall be selected by a GSC in accordance with the procedures set forth in this Article VIII. The procedures shall be consistent with the *Bylaws of Rotary International*, Article 12 - Nominations and Elections for Governors.

**Subsection 2:** The GSC shall be charged with selecting a person to serve as DG for the Rotary year beginning on July 1 of the second calendar year following the Rotary year in which the person is selected.

**Subsection 3:** The GSC shall consist of seven (7) members, each of whom shall be appointed in the manner provided in Section B of this Article VIII. They shall be two (2) past District Governors, one of whom shall serve as Chair, and five (5) past Club presidents.

### **Section B. Appointment of Selection Committee**

**Subsection 1:** The DG shall appoint the iPDG, willing and able to serve, as the Chair of the GSC. The GSC Chair shall facilitate the meeting(s) of the GSC, and shall have full rights to participate in the selection deliberations, but vote only if necessary, to break a tie.

**Subsection 2:** The DG shall appoint one additional PDG to serve as a member of the GSC, with full rights to participate in GSC deliberations and to vote. The role of this additional PDG is to educate and enlighten the members of the GSC as to the role of DG.

**Subsection 3:** The GSC Chair, with the DELT's approval, shall divide the District into five geographic areas with a comparable number of members, labeled A through E, no later than August 31. The GSC Chair shall select five AGs, each of whom shall represent one of the five geographic areas.

**Subsection 4:** The five AG representatives of the geographic areas shall convene a meeting of the Club presidents within their respective areas, no later than September 15, to elect one member and one alternate to serve on the GSC. Each of these members shall be a past Club president and may not have served as a DG. The alternate shall serve in the event the elected member is unable to serve. The GSC Chair shall provide to each member and alternate a copy of the provisions of this Article VIII, and a copy of the relevant sections of the *RI Manual* relating to the status, qualifications, duties, and code of ethics relating to the position of DG.

**Subsection 5:** The GSC Chair shall send the names of the representatives of the five geographic areas to all Club presidents by October 15. The Chair shall include in this mailing a copy of the provisions of this Article VIII, and the relevant sections of the *RI Manual* relating to the status, qualifications, duties, and code of ethics relating to the position of DG.

**Subsection 6:** No member of a candidate's club shall sit as a member of the GSC. No member of the GSC may resign and run for the position of DG, except as approved by the DELT.

**Subsection 7:** No person shall serve on the GSC for two consecutive years, including PDGs.

### **Section C. Nomination Process**

**Subsection 1:** The GSC Chair shall notify the Club presidents by September 15 that nominations for the position of DG are open. Such notification shall include the application form that a nominee must complete and the requirements the nominee must meet, which shall include:

- a) A copy of the resolution to be signed by the Club secretary stating that the nominee has received the endorsement of a majority of the active members of his or her Club at a meeting where it was known to the members, in advance, that a vote to endorse the nominee would occur;
- b) The required number of printed or electronic copies for all documents; and
- c) Any additional application requirements.

**Subsection 2:** In addition to the enumerated qualifications found in Article 12 of the *Bylaws of Rotary International*, a nominee shall possess other qualifications, such as chairing a District Committee; serving as a District AG; or serving as the coordinator of a District-sponsored project.

**Subsection 3:** All completed nomination packages shall be submitted by the Club's secretary, either electronically or by mail, to the DES by close of business, which is 5:00 pm (EST), on November 15. Any exception to this date and time shall be approved by the DG.

#### **Section D. Selection Process**

**Subsection 1:** The GSC shall review all nominations and interview those nominees who meet the criteria for DG and select a nominee by no later than November 30. Interviews of all candidates shall take place in person (face-to-face) or virtually, as necessary.

**Subsection 2:** If, after the interviews, the GSC determines that none of the nominees are qualified to hold the office of DG, then the following procedure shall apply:

- a) The GSC shall meet and list the best qualified Rotarians in Clubs who meet the qualifications for DG.
- b) The GSC Chair shall immediately contact those listed to ascertain whether they shall accept the office of DG, if selected.
- c) The GSC shall then interview those who have indicated a willingness to serve and, from this group, select a nominee for DG.
- d) The interviews and selection shall take place on or before February 28.

**Subsection 3:** No nominee shall be selected without having received five votes of the GSC. All GSC members shall be present for a vote to be held. If no candidate receives the required number of votes, then the alternative selection methods shall be used, as outlined in Article 12 of the *Bylaws of Rotary International*.

**Subsection 4:** If a nominee is selected by November 30, the GSC Chair shall notify the DG and the DES within one business day of the adjournment of the GSC. The DG shall publish to the District's Clubs the name and Club of the nominee within three business days from receipt of the notice from the GSC Chair. Publication of the announcement consists of written notice from the DG by letter, e-mail, or fax to the Clubs in the District. Clubs shall have fourteen (14) business days from the date of receipt of such publication to challenge the selection of the nominee. If no challenge is received within that fourteen (14) business-day period, the DG shall declare the nominee to be the DGN-D and shall certify the name of the DGN-D to the General Secretary of Rotary International within ten (10) business days after such nominee has been declared the DGN-D.

## **Section E. Challenging Candidates**

If any Club in the District wishes to challenge the selection of the candidate for DGN-D, as proposed by the GSC, procedures delineated in *Bylaws of Rotary International*, Article 12 shall apply.

If two or more nominees were under consideration, the selection may be appealed if ten (10) percent of the Clubs (rounded up to the next whole number) notify the DG within fourteen (14) business days of the publication referred to in Subsection 3, above, of their objection to the person selected. If there is no appeal, the GSC's nominee shall be designated as the DGN as of July 1 of the subsequent Rotary Year.

## **ARTICLE VIII - DISTRICT-SPONSORED PROJECTS**

Any Club may submit local, District-wide, or international projects to the DGE and/or the DGN, as applicable, for consideration as a District-Sponsored Project. The DGE may designate a qualified project as a District-Sponsored Project to take place during his/her year as DG.

The DG is under no obligation to continue or designate any project as a District-Sponsored Project, regardless of how worthy the sponsor may deem a project to be. Further, projects that will carry over into the following Rotary year may not be designated as a District-Sponsored Project unless approved in advance by the DGE, and, if applicable, the DGN.

If, for unforeseen reasons, a project carries over to the following Rotary year, the originating Club must understand that it might not be approved by the DG for that Rotary year, and therefore, must have a plan in place to complete the project as soon as possible.

A project may not be considered a District Sponsored Project if it violates the District Conflict of Interest Policy.

## **ARTICLE IX - DISTRICT RECORDS AND THEIR RETENTION**

The District shall keep correct and complete books and records of accounts and documentation of District transactions. The outgoing DG and Treasurer shall pass on to his or her successors all information, including all relevant records, no later than 30 days after the end of the Rotary Year.

The District shall maintain a record retention policy for the purpose of preserving and destroying the District's records, as appropriate, including corporate documents; accounting, tax, banking, and other financial records; insurance records; committee meeting minutes; press releases and public filings; legal files; and contracts. The District shall maintain records consistent with the requirements of federal and state law,

and good business practices. The record retention policy shall specify the means of disclosure of District records.

## **ARTICLE X - REPRESENTATIVE ON COUNCIL ON LEGISLATION**

### **Section A. Qualifications**

The District Representative to the Council on Legislation (COL) and an alternate shall be a 7620 PDG. If no candidates that meet the criteria are willing and able, the current DG may be considered, with the exception approved by RI.

### **Section B. Election**

Candidates for District Representative to the COL shall (i) be nominated by their respective clubs, and (ii) receive the majority of votes from electors representing each of the Clubs in the District at the business session of the District Conference prior to the start of their three-year position.

## **ARTICLE XI - ZONE NOMINATING COMMITTEE FOR RI DIRECTOR**

### **Section A. Eligibility and Selection**

The Representative to the Zone Director Nominating Committee shall be shall (i) be nominated by their respective clubs, and (ii) receive the majority of votes from electors representing each of the Clubs in the District at the business session of the District Conference prior to the start of their three-year position.

Candidates must be a PDG within the District at the time of selection. The Representative must have attended two Rotary Zone Institutes and one Rotary International Conference in the three years prior to serving on the Committee. The selected member serves for a one-year period. No Rotarian who has served twice as a representative shall be eligible to serve again.

## **ARTICLE XII - AMENDMENTS**

Bylaw amendments shall be proposed and considered during the annual business session of the District Conference or at a legislative meeting. The DGN, with concurrence of the DG and DGE, shall manage the amendment process.

### **Section A. Proposed Amendment Eligibility**

Amendments to these Bylaws may be proposed by the DG, DGE or by any Rotary Club in good standing. Each proposed amendment shall be submitted separately. All

properly submitted proposals shall be considered at the business session of the District Conference or a legislative meeting that immediately follows the deadline date for the proper submission of the proposal.

## **Section B. Procedure for Proposing Amendments by DG or DGE**

**Subsection 1:** Amendments proposed by the DG or DGE shall: (1) be signed by the DG, if proposer, or by both the DG and DGE if the latter is the proposer; (2) reference the Article and Section (if applicable) of the bylaw to be amended; (3) set forth the current wording of the Bylaw; (4) the proposed new wording or deletion; and (5) the Article and Section (if applicable) as written with the new wording or deletion. If the subject matter of the amendment is not covered in the Bylaws, the submission shall indicate where the proposed wording should be inserted.

**Subsection 2:** A short narrative, not to exceed 200 words, giving the reason for the amendment, including the problem to be corrected or anticipated, and its impact on Clubs and/or the District shall accompany all amendments.

**Subsection 3:** All amendments, plus supporting documents, shall be submitted to, and received by the DGE or DGN no later than 45 days prior to the opening day of the next District Conference. The DGE or DGN shall organize them for presentation at the business session of the upcoming District Conference or legislative meeting and forward the amendments and the documents to the DG.

## **Section C. Procedure for Proposing Amendments by Clubs**

**Subsection 1:** Amendments proposed by Clubs shall: (1) be signed by both the president and secretary of the Club; (2) reference the Article and Section (if applicable) of the bylaw to be amended; (3) set forth the current wording of the bylaw and, (4) the proposed new wording or deletion; and (5) the Article and Section (if applicable) as written with the new wording or deletion. If the subject matter of the amendment is not covered in the Bylaws, the submission shall indicate where the proposed wording should be inserted.

**Subsection 2:** Subsections 2 and 3 of Section B above shall apply to Club-proposed amendments.

## **Section D. Notification and Voting**

**Subsection 1:** The DG shall forward all amendments that have met the criteria set forth in Sections A, B, and C, above to every Club president in the District for receipt no later than 30 days prior to the opening day of the next District Conference or legislative meeting, with an appropriate cover letter explaining the procedure for amending these Bylaws. Said letter shall include the following statement, prominently displayed, when amendments proposed by the DG or DGE are to be considered:

*“The following amendments have been proposed by the District Governor (or District Governor Elect)”:*

**Subsection 2:** If a proposed amendment is received by the DGE in a timely manner but is deficient in its form or is not accompanied by the required supporting documents, the proposed amendment shall be returned to the Club with an indication of the deficiencies, and with a request to resubmit promptly so that the 30-day deadline in Section D, Subsection 1, might still be met.

**Subsection 3:** If a proposed amendment fails to meet the criteria set forth in Sections B and C above, it shall not be included on the agenda for the District Conference or legislative meeting.

**Subsection 4:** All properly submitted proposed amendments to these Bylaws shall be placed on the agenda for the District Conference or legislative meeting for which the amendments were submitted for consideration.

**Subsection 5:** The proposer of the amendment shall present the proposal at the meeting. Proposals receiving a two-thirds vote in the affirmative of the votes cast (by active members registered at the District Conference or legislative meeting) shall be deemed adopted and shall take effect on the first day of the following Rotary Year.

**Subsection 6:** If a proposed amendment is defeated, it may not be reconsidered at that meeting.

## **ARTICLE XIV – BYLAWS REVIEW PERIODICITY**

These Bylaws shall be reviewed every three (3) years, at a minimum, in the Rotary Year that follows the COL. The DG in that year shall appoint a committee, led by the DGN with the DGE and the District immediate past COL representative, as members. Should Bylaw proposals emanate from the Clubs in the interim years, the DG shall appoint a committee to process the proposals to meet the requirements of Article XIII.

Adopted May 21, 2005; Amended and Adopted May 5, 2007; May 3, 2008; May 13, 2009; April 24, 2010; April 30, 2011; March 30, 2012; and April 27, 2013. Last amended and adopted on April 24, 2021.