



**Bylaws  
of the  
Rotary Club  
of  
Rohnert Park – Cotati**

**As Revised & Adopted by the Membership – August 1, 2023**

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## **Article I Definitions**

- Board: The Board of Directors of this club.
- Director: A member of this club's Board of Directors.
- Member: A member, other than an honorary member, of this club.
- RI: Rotary International.
- Year: The twelve-month period that begins on 1 July.

## **Article II Board**

The governing body of this club shall be the board consisting of at least 15 members of this club, namely, the president, the immediate past president, the president-elect, the president-nominee, the secretary, the treasurer, the bookkeeper, the 7 Avenue of Service directors and the sergeant at arms and any other members appointed as may be determined by the board. In the event a president-elect and/or a president-nominee has not been selected, the board minimum is adjusted accordingly. If one or more members take on multiple roles on the board, the minimum is also adjusted.

## **Article III Election of Directors and Officers**

### ***Section 3.1 Election Process***

At a regular meeting at least one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president-nominee, secretary, treasurer, bookkeeper, 6 Avenue of Service directors (Club, Community, Environmental, International, Vocational and Youth) and 1 director for the Rotary Foundation (TRF). The nominations may be presented by the president-elect, a nominating committee, by members from the floor, by self-nomination or by a combination of any or all as the club may determine. If it is determined to use a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president-nominee, secretary, treasurer and bookkeeper receiving a majority of the votes shall be declared elected to their respective offices. The director candidates for each of the Avenues of Service and the Rotary Foundation receiving a majority of the votes shall be declared elected as directors for their respective offices and shall assume office on the first day of July immediately following the election. The candidate for president-nominee elected in such balloting shall serve as a director for the balance of the current Rotary year immediately following election. Commencing on July 1 in the subsequent Rotary year, the president-nominee shall take the title of president-elect and will continue to serve as a director for that year. On July 1 of the 2<sup>nd</sup> Rotary year following the election, the president-elect shall assume office as club president. The sergeant at arms is appointed by the president

### ***Section 3.2 Election Results***

The officers and directors, so elected, together with the immediate past president shall constitute the board. The president-elect shall select some member of the club to act as sergeant-at-arms during his/her term as president. The president-elect shall also select members of the club to serve as chairs for the

club's standing committees of Membership, Public Relations, and Programs/Speakers, as well as any ad hoc committees as may be deemed necessary by the president-elect.

### ***Section 3.3 Vacancy of Office***

A vacancy in the board or any office shall be filled by action of the remaining directors.

### ***Section 3.4 Vacancy of Office-Elect***

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

### ***Section 3.5 Vacancy of Office-Nominee***

The position of president-nominee is the only nominee role in the club. In the event no candidate is found to serve in that role within a reasonable time after the Annual Meeting, the position shall be considered vacant and shall be filled by action of the current board

## **Article IV Duties of Officers**

### ***Section 4.1 President.***

It shall be the duty of the president to preside at meetings of the club and the board and to perform other duties as ordinarily pertain to the office of president.

### ***Section 4.2 President-elect and President-nominee.***

It shall be the duty of the president-elect and president-nominee to serve as a director and to perform such other duties as may be prescribed by the president or the board.

### ***Section 4.3 Immediate Past President, Other Past Presidents, or the President-Elect.***

It shall be the duty of the immediate past president, or other past presidents to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertain to the office of immediate past president. For purposes of preparatory development, the president-elect may be asked to preside over a meeting at the discretion of the president.

### ***Section 4.4 Secretary.***

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

### ***Section 4.5 Treasurer.***

It shall be the duty of the treasurer to take in cash and/or electronic funds at club meetings and/or events, keeping a detailed description regarding who provided the funds and to which accounts those funds are to be applied to. The treasurer shall also issue checks for any regular bills received and to members pursuant to a valid, signed and endorsed Check Requests. All checks shall have two signers. No checks shall be

pre-signed, as doing so circumvents the purpose of the two-signer requirement. Reports on funds received and funds expended shall be provided to the bookkeeper on a regular basis. All funds collected during club meetings and/or events shall be deposited without delay for deposit into the club's appropriate bank account. All receipts from banking transactions shall be forwarded to the bookkeeper without delay.

### ***Section 4.6 Bookkeeper***

It shall be the duty of the bookkeeper to account for all club funds monthly, annually and at any other time upon demand by the board, and to perform other duties as pertains to the office of bookkeeper. Upon retirement from office, the bookkeeper shall turn over to the incoming bookkeeper or to the president all funds, books of accounts, and any other club property.

### ***Section 4.7 Sergeant-at-Arms (SAA).***

The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the president or the board. These include, but are not limited to:

- Assist with the collection of fines or recognition funds
  - By club tradition, the SAA is the only club member that can fine the president
- Assist the A/V team with meeting set-up/tear-down
- Provide A/V resources to speakers and guests as they are speaking and/or presenting
  - This may be delegated to the A/V team, as appropriate.
- Assist with the distribution of materials at a meeting, as needed

### ***Section 4.8 Directors.***

It shall be the duty of each of the directors to preside over one of the six Avenues of Service Committees; Club Service, Community Service, Environmental Service, International Service, Vocational Service, Youth Service; and over The Rotary Foundation (TRF) Committee.

#### **4.8.1 Co-Directors**

In order to provide diversity, continuity, role familiarity and appropriate training, the club president is encouraged to find and appoint co-directors or assistant directors for each of the six Avenues of Service, for The Rotary Foundation and for the Secretary, Treasurer and Bookkeeper positions.

4.8.1.1 Although encouraged to attend monthly board of directors' meetings, co-directors or assistant directors are not voting members, unless delegated to do so by the role's primary director.

4.8.1.2 The premise for co-directors or assistant directors includes sharing of duties, however the primary reason is to provide a training environment for an eventual role as principal director for the pertinent area of responsibility.

## **Article V Satellite Club**

At its sole discretion, the board may establish a Satellite Club. Once so established, the Satellite club shall be named the Rotary Satellite Club of Rohnert Park-Cotati, plus the designator of when they meet (Ex. Evening, Sundown, Twilightetc.).

### ***Section 5.1 Premise***

Satellite clubs provide a new option for creating Rotary clubs. A satellite club functions as a short-term, transitional step on the way to becoming a full, independent Rotary club.

The purpose of a Satellite club is to allow Rotary membership for those who may not be able to meet at the time the sponsor club meets. It also allows Rotary membership for a group that is smaller than the 20 members required to start an independent Rotary club, since only 8 members are required for a Satellite Club.

As Satellite club membership grows, once it reached 20 or more members, it can apply to Rotary International to become its own, full and independent Rotary club.

### ***Section 5.2 Satellite Board***

The Satellite Club may set up its own board, except that instead of a president, a Satellite club has a Chair who reports to, and is an ad hoc, non-voting member of the board of the Rotary Club of Rohnert Park-Cotati.

Members of the sponsor club should be prepared to mentor, train and advise Satellite club members and designated officers.

## **Article VI Meetings**

### ***Section 6.1 Annual Meeting.***

An annual meeting of this club shall be held on the fourth Tuesday in July of each year, at which time the election of officers and directors to serve for the following Rotary year shall take place.

**6.1.1** In the event that the fourth Tuesday is unavailable, the annual meeting shall be held the first available Tuesday in August.

**6.1.2** Due notice of such change shall be given to all members of the club at least 10 days prior to the scheduled meeting via electronic mail to the member's address as recorded in the club directory.

### ***Section 6.2 Regular Meetings***

The regular meetings of this club shall be held weekly, on Tuesday (day) at 7:15 AM (time).

All members excepting an honorary member (or member excused pursuant to the standard Rotary club constitution) in good standing in this club, on the day of the regular meeting, must be counted as present or absent, and attendance must be evidenced by the member's being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club, or as otherwise provided in the standard Rotary club constitution, article 9, sections 1 and 2.

#### **6.2.1 Meeting Agenda**

The regular meeting agenda is the prerogative of the president. Notwithstanding any changes, the general Order of Business should include:

- Meeting called to order.
- Flag Pledge and Thought of Day or Rotary Moment
- Introduction of visitors.
- Correspondence, announcements, and Rotary information.
- Committee reports if any.
- Any unfinished business.
- Any new business.
- Recognitions, pledges.
- Address or other program features.
- Adjournment.

***Section 6.3 Satellite Meetings***

Members of a Satellite Club are Active members of this club that regularly meet at a different time and/or place, as specified.

***Section 6.4 Meeting Changes***

Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

When known, such notice shall be given in person at a regular meeting of the club, at least one week ahead of the known change. Such notice shall also be disseminated via electronic mail to all members at least one week ahead of the known change.

In the event of an unforeseen change in less than the one-week notice requirement, all members shall be notified via electronic mail at the earliest reasonable opportunity.

***Section 6.5 Meeting Quorum***

One-third of the current, active membership shall constitute a quorum at the annual and regular meetings of this club.

***Section 6.6 Board Meetings***

Regular meetings of the board shall be held once each month, on an agreed upon date. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

***Section 6.7 Board Meeting Quorum***

A majority of the directors shall constitute a quorum of the board.

**Article VII Fees and Dues**

***Section 7.1 Admission Fee***

An admission fee of \$ 100.00 is required by the club and is to be paid by the applicant upon induction as a member, except as provided for in the Standard Rotary Club Constitution, This fee covers the cost of



induction materials, including but not limited to the Rotary pin, badge, banner, club shirts, and related documents.

7.1.1 For Corporate Members, an admission fee may be required of each designee.

7.1.2 For Family Members, an admission fee may be required of each family member.

### **Section 7.2 Membership Dues**

7.2.1 The membership dues for active, for the primary corporate members and for primary family members shall be \$600.00 per annum, payable on the first day of June.

7.2.2 Membership dues for additional corporate designees shall be \$150 per annum, payable on the first day of June

7.2.3 Membership dues for additional family members shall be \$150 per annum, payable by the first day of June.

7.2.4 Membership dues for Senior Members shall be \$150 per annum, payable on the first day of June

7.2.5 Membership dues for the Young Professional Members shall be \$150 per annum for the first two years of membership, payable on the first day of June. Thereafter, the dues shall be the same as for regular Active Members.

### **Section 7.3 Pro-ration of Dues**

Rotary International dues will be pro-rated after January 1 to the semi-annual dues amount.

## **Article VIII Method of Voting**

The business of this club shall be transacted by *viva voce* (live voice) vote except the election of officers and directors, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

Excluding the non-voting members, each member of the Board of Directors only has one vote, even if they hold multiple roles.

## **Article IX Six Avenues of Service and the Rotary Foundation**

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

The Rotary Foundation helps Rotary members to advance world understanding, goodwill, and peace by improving health, providing quality education, improving the environment, and alleviating poverty. This club will be active in supporting the efforts of the Rotary Foundation.

## **Article X Committees**

Club committees are charged with carrying out the annual and long-range goals of the club based on the six Avenues of Service. The president-elect, the president-nominee, the president, and the immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for at least three years to ensure consistency. The president and the president-elect are responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of the year in office. It is recommended that the chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

### ***Section 10.1 Avenues of Service***

- Club Service
- Community Service
- Environmental Service
- International Service
- Vocational Service
- Youth Service

Each Avenue of Service Director shall select a committee to develop and implement projects suitable to that avenue of service and in concert with club goals to address the needs of the communities served.

### ***Section 10.2 The Rotary Foundation***

The club's Rotary Foundation Director shall select a committee to develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

### ***Section 10.3 Membership Chair/Membership Committee***

This chair and committee, which reports to the Club Service Director, should develop and implement a comprehensive plan for the recruitment and retention of members.

### ***Section 10.4 Club Public Image Chair/Public Image Committee***

This chair and committee, which reports to the Club Service Director, should develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities.

### ***Section 10.5 Club Programs/Speakers Chair/Speakers Committee***

This chair and committee, which reports to the Club Service Director, is tasked with locating and confirming meeting speakers who are engaging, motivating, and informational. This committee is also responsible for informing the speaker of the club's speaker guidelines, as well as obtaining a digital photograph and an introductory bio of the speaker.

### ***Section 10.6 Sunshine Chair/Sunshine Committee***

This chair and committee, which reports to the Club Service Director, is tasked with member comfort and care on behalf of the club by recognizing significant member events such as birthdays and anniversaries, but also empathetically acknowledging illnesses and deaths

### ***Section 10.7 Club Administration/Club Operations***

This committee, which reports to the Club Service Director, works collaboratively with the Club Public Image committee and should conduct activities associated with the effective operation of the club.

- Club Management Software
- Website & Social Media
- Meeting and Event Photography
- Club Historian
- Club Newsletter
- Audio/Visual

### ***Section 10.8 Additional Ad Hoc Committees***

Additional ad hoc committees may be appointed by the president or board as needed.

**10.8.1** The president shall be an ex officio (*by right of office*) member of all committees and, as such, shall have all the privileges of membership thereon.

**10.8.2** Each committee shall transact its business as is delegated to it in these bylaws and such additional business as may be referred to it by the president or the board. Except where special authority is given by the board, such committees shall not take action until a report has been made and approved by the board.

**10.8.3** Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee, and shall report to the board on all committee activities.

## **Article XI Duties of Committees**

The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each, the president shall reference to appropriate RI materials. Each Avenue of Service Director and the Rotary Foundation Director shall select a committee to develop and implement projects suitable to that avenue of service and in concert with club goals to address the needs of the communities served and report to the club on a regular basis.

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

## **Article XII Past Presidents Advisory Council**

### ***Section 12.1 Organization***

The Past Presidents Advisory Council (PPAC) shall be composed of all Past Presidents of this Club, whether in Active or Honorary status. The President, President-Elect and President-Nominee shall be ex officio members of the Council, except that the President-Nominee and President-Elect shall be non-voting members of the Council.

If active, the Chair of the Satellite Club shall be an ex officio member of the Council. Also, any past Satellite Club Chairs shall be members of the Council.

A council chairperson shall be selected by a simple majority of the members of the council and shall preside over any council meetings until replaced by a successor.

### ***Section 12.2 Duties***

The Past Presidents Advisory Council shall act in an advisory capacity to the President and the Board of Directors, as well as to any of the club's standing or ad hoc committees.

The Council may be used to review proposed resolutions or amendments to the Club By-Laws and make recommendations to the Board before such proposed resolutions or amendments are submitted to the membership for a vote.

### ***Section 12.3 Meetings***

The Past Presidents Advisory Council shall meet at least once annually at a time and place designated by the Council Chairperson.

## **Article XIII Leave of Absence**

Upon written application to the board, setting forth good and sufficient cause, leave of absence (LOA) may be granted excusing a member from attending the meetings of the club for a specified length of time. For purposes of a written application, an electronic communication will suffice.

### ***Section 13.1 LOA Duration***

The maximum time for any single request shall not be more than 90 days. If needed, additional LOA instances may be requested and granted at the discretion of the board.

### ***Section 13.2 Meeting Fees***

While on LOA, a member may be exempted from paying the monthly meeting fees (meals). Such exemption shall be made on a case-by case basis at the discretion of the board, reviewing the circumstances presented.

## **Article XIV Finances**

### ***Section 14.1 Budget Preparation***

Prior to the beginning of each fiscal year, the President-elect and board-elect shall prepare a budget of estimated income and expenditures for the coming year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

### ***Section 14.2 Separation of Funds***

The club funds shall be divided into two separate parts: club operations and service projects. The treasurer shall deposit all club operations funds in a bank, named by the board. All funds identified as charitable or service operations funds shall be forwarded to the treasurer of the Rohnert Park-Cotati Rotary Foundation.

### ***Section 14.3 Payment of Bills***

All bills shall be paid by the treasurer or other authorized officer only when approved in writing by two other officers or directors.

### ***Section 14.4 Review of Finances***

A thorough, independent review of all financial transactions by a qualified person shall be made once each year.

### ***Section 14.5 Bonding of Club Financial Officers***

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

### ***Section 14.6 Fiscal Year***

The fiscal year of this club shall extend from 1 July to 30 June

## **Article XV      Members**

### ***Section 15.1 Active Member***

An Active Member shall be an adult person of good character and good business, professional and/or community reputation, who is engaged as a proprietor, partner, corporate officer, manager, or employee of any worthy and recognized business or profession, or who has retired from any such position, or who is a community leader who has demonstrated through personal involvement in community affairs a commitment to service and the Object of Rotary, and who should have his or her place of business or residence located in or near the city limits of Rohnert Park or Cotati. An active member shall pay full dues and fees set for active membership and is expected to be actively engaged with club operations, projects and events. The election of Active Members shall follow the procedure outlined in Article XV below, except that any current Honorary Member, Family Member, Senior Member or Corporate Member designee who wishes to convert to regular Active membership (no special designations) need only obtain board approval.

### ***Section 15.2 Special Designations***

At its sole discretion, the Board of Directors may establish Special Designations for Membership.

Special Designations shall provide an opportunity for individuals and groups to share membership in the club, or to participate and engage with the club at a reduced cost.

### 15.2.1 Premise

Special membership categories will increase the club's ability to attract and retain a qualified and diverse base of professional and community minded individuals within the community. It allows for flexibility and recognizes the tremendous mobility that is the norm within the current cultural and corporate environment.

#### 15.2.1.1 Honorary Member

An Honorary Member is a person who has distinguished himself or herself by meritorious service in the furtherance of Rotary ideals or a person who is considered a friend of Rotary for his or her permanent support of Rotary's cause and who has been elected by the members as an Honorary Member. An Honorary Member shall be exempt from the payment of any dues and fees but shall be required to pay for any meals at meetings he or she attends during the Rotary year. An Honorary Member shall have no vote and shall not be eligible to hold any office in this Club or be a Director of this Club. An Honorary Member may serve on any Club Committees but shall not serve as a Committee Chair unless specifically authorized by the Board. The election of an Honorary Member shall follow the procedure for electing Active Members in Article XV, except that any current Active Member who wishes to convert to Honorary membership need only obtain board approval. Likewise, and Honorary Member who wishes to convert to Active Membership need only obtain board approval.

#### 15.2.1.2 Corporate Member

A Corporate Membership shall provide an opportunity for a company, as an entity and via an executive member of its organization, to become a member of the Rotary Club of Rohnert Park – Cotati.

A Corporate Member shall be a reputable and established business, corporation, institution or government entity located in or near the city limits of Rohnert Park or Cotati. Corporate members may appoint up to four (4) designees, one of whom should be a member of the business's executive team. Designees shall be adult persons of good character and good business, professional and/or community reputation, who are engaged as full-time employees of the Corporate Member. Corporate Members designees shall pay full Rotary International dues and full District 5130 dues, however, only the Corporate Member as an entity shall pay Club dues. The executive Corporate Members shall pay the monthly meal invoice which may be shared by all corporate designees, except when more than one designee attends a meeting, the additional designees shall pay for meals at the meeting they attend. The election of a Corporate Member and each of its designees shall follow the procedure for electing Active Members in Article XV.

All Corporate Member designees will be reported to Rotary International as active members of the club and shall all of the same rights and responsibilities as an Active Member.

#### 15.2.1.3 Family Member

A Family Member is a person who meets all of the qualifications of an Active Member as described in Section 14.1 above, and is directly related to a primary, Active Member, as part of their nuclear family, defined as consisting of the parent/s and their children (one or more). A Family Member may also be part of a single-parent family or extended family, except that the

extended family connection is limited only to the parents of the primary Active Member or their spouse.

All Family Members shall pay full Rotary International dues and full District 5130 dues, however, only the primary Family Member shall pay annual Club dues. The primary Family Members shall pay the monthly meal invoice which may be shared by all other family members, except when more than one family member attends a meeting, the additional family members shall pay for meals at the meeting they attend.

All Family Members have the same rights and responsibilities as an Active Member.

#### 15.2.1.4 Senior Member

A Senior Member is a person who meets all of the qualifications of an Active Member as described in Section 15.1 above, who is at least 70 years old, and who has been a Rotarian for at least 5 years. All Senior Members shall pay full Rotary International dues and full District 5130 dues; however, they are exempt from paying annual Club dues. The Senior Members shall pay the monthly meal invoice

A Senior Member has all of the same rights and responsibilities as an Active Member.

#### 15.2.1.5 Young Professional

A Young Professional is a person who meets all of the qualifications of an Active Member as described in Section 15.1 above, but who is under 40 years of age at time of induction. All Young Professional Members shall pay full Rotary International dues; however, they are exempt from paying District 5130 dues and annual Club dues. The Young Professional Members shall pay the monthly meal invoice. This discounted rate is only offered for their first two years of membership. Thereafter, they become regular Active Members and are subject to payment of all dues.

A Young Professional Member has the same rights and responsibilities as an Active Member.

#### 15.2.1.6 Satellite Member

Satellite Members are Active members of this club pursuant to Section 14.1 of this Article, who meet at a different time and/or location.

## **Article XVI Method of Electing Members**

### ***Section 16.1 Proposal***

**16.1.1** A prospective member, proposed and sponsored by an active member of the club, shall submit their application to the club secretary, who will then forward to the board for initial review.

**16.1.2** A transferring or former member of another club may be proposed to active membership by the former club. Such a transferring or former member shall submit their application to the club secretary, who will then forward to the board for initial review.

**16.1.3** A member of the community may also propose their own membership in the club. Such a community member shall submit their application to the club secretary, who will then forward to the board for initial review.

### ***Section 16.2 Initial Review by Board***

The board shall ensure that the proposed candidate meets all the membership requirements of the standard Rotary club constitution.

The board shall also ensure that the proposed candidate has attended at least three club related functions (meetings, events, fundraisers, projects).

### ***Section 16.3 Review by Club Members***

Upon initial review by the board, the proposed member's name and classification shall be published via electronic mail to all club members for review.

Individual members may submit a written objection to the club president, stating specific reasons as to why the proposed candidate is not acceptable for admission to club membership. The objection will be forwarded to the board for review. For purposes of a written objection, an electronic communication will suffice.

### ***Section 16.4 Approval by Board***

The board shall approve or disapprove the proposal within 30 days of its submission and shall notify the candidate and their sponsor, through the club secretary, of its decision.

If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee and designated annual dues (if not honorary membership), as prescribed in these bylaws, shall be considered to be elected to membership.

If any such objection has been filed with the board, it shall vote on this matter at its next meeting or at an ad hoc meeting called by the president. If approved despite the objection, the proposed member, upon payment of the admission fee and annual dues (if not honorary membership), shall be considered to be elected to membership.

### ***Section 16.5 Induction***

Following approval of the election by the board, the president shall direct the secretary to arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the president or secretary will report the new member information to RI and the president will assign a mentor to the new member to assist with the new member's assimilation to the club as well as assign the new member to a club project or function.

### ***Section 16.6 Honorary Members***

The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board. Honorary members will be reported to RI.



## **Section 16.7 Corporate Membership**

### **16.7.1 Approval.**

A corporate entity or organization can become an eligible corporate member of the Rotary club through the approval process outlined in this Article.

### **16.7.2 Designees.**

Once an entity becomes an eligible corporate member through the established approval process, it may appoint up to four persons to be its designees, one of whom must be a member of that entity's senior executive group; the others can be individuals in a managerial capacity or higher, employed full time by the eligible corporation. Each designee must meet the criteria for active membership and must complete the approval process.

### **16.7.3 Changing designees.**

The club will determine the ability of the eligible corporation to change any of its designees so long as at all times one of them is a member of the eligible corporation's senior executive group. Each new designee must meet the criteria for active membership and must complete the approval process.

### **16.7.4 Inductions.**

Corporate member designees will be formally inducted into the club as established in Section 16.5.

### **16.7.5 Attendance.**

The attendance requirement for an eligible corporation as an entity shall be the same as an Active Member, except that the attendance of each of the designees shall be accumulated and count towards the corporation's attendance.

### **16.7.6 Classification.**

The classification of the eligible corporation and its designees will be established by the club.

### **16.7.7 RI registration.**

All corporate designees will be reported to Rotary International as an official member of the Rotary club and will be noted in the club roster as such.

### **16.7.8 Badges.**

Badge references will be determined by the club.

### **16.7.9 Votes and quorum.**

For the purpose of general meetings and club matters, the corporate member as an entity shall have one vote, which may be cast by any one of the designees.

### **16.7.10 Holding office.**

Each designee, as an individual, may hold any office in the club to which the designee is elected in the normal way. Unless specifically authorized by the board, no more than one (1) designee from any corporate member may hold an office at any one time. A corporate designee so elected may not rely on the other corporate designees to fulfill the roles of the office to which they are elected and must be generally available for meeting and attendance requirements of the office.

### **16.7.11 Conversion.**

A designee of the eligible corporation, while still an employee of the eligible corporation, may convert to an individual membership of the club at any time

A designee who has been a member, upon leaving the employ of the corporation, may convert his/her membership to an individual membership.

**16.7.12** Bulletin and communication.

Each designee will receive the club's weekly bulletin/newsletter and regular club communications.

**16.7.13** Receipt of The Rotarian or Rotary regional magazine.

As active members with Rotary International, each designee will receive a copy of the Rotarian Magazine.

**16.7.14** Public liability cover.

The corporate member designees will be included under the respective club liability insurance while participating in any approved club activities or projects, if applicable.

**16.7.15** Participation in youth activities.

The corporate member designees are expected to abide by all restrictions, policies, and procedures with respect to club activities involving youth.

**16.7.16** Termination.

The process for terminating the membership of a designee or the eligible corporation will be the same as for active members, as outlined in Article 12 of the Standard Rotary Club Constitution.

### ***Section 16.8 Family Membership***

A Family Membership shall provide an opportunity for additional members of a Rotarian's family, to become a member of the Rotary Club of Rohnert Park – Cotati at a reduced cost.

**16.8.1** Approval.

Any specified family members can become members of the Rotary club through the approval process outlined in this Article.

**16.8.2** Inductions.

Family members will be formally inducted into the club as established in Section 16.5.

**16.8.3** Attendance.

The attendance requirement for each Family member shall be the same as for an Active member.

**16.8.4** Classification.

The classification of each family member will be established by the club.

**16.8.5** RI registration.

All family members will be reported to Rotary International as official members of the Rotary club and will be noted in the club roster.

**16.8.6** Badges.

Badge references will be determined by the club.

**16.8.7** Votes and quorum.

For the purpose of general meetings and club matters, each family member shall have one vote.

**16.8.8** Holding office.

Each family member may hold any office in the club to which they are elected.

**16.8.9** Conversion.

Any current Family Member who wishes to convert to Active Membership (no special designation) need only obtain board approval and begin paying the annual club dues. Likewise, any Active Member who wishes to convert to Family membership need only obtain board approval.

**16.8.10** Bulletin and communication.

Each family member will receive the club's weekly bulletin/newsletter and regular club communications.

**16.8.11** Receipt of The Rotarian or Rotary regional magazine.

As active members with Rotary International, each designee will receive a copy of the Rotarian Magazine.

**16.8.12** Public liability cover.

All family members will be included under the respective club liability insurance while participating in any approved club activities or projects, if applicable.

**16.8.13** Participation in youth activities.

All family members are expected to abide by all restrictions, policies, and procedures with respect to club activities involving youth.

**16.8.14** Termination.

The process for terminating the membership of any family member will be the same as for active members, as outlined in Article 12 of the Standard Rotary Club Constitution.

***Section 16.9 Senior Members***

The club may elect, in accordance with the standard Rotary club constitution, Senior Members proposed by the board.

***Section 16.10 Young Professional Members***

The club may elect, in accordance with the standard Rotary club constitution, Young Professional members proposed by the board.

***Section 16.11 Satellite Members***

The satellite club may elect, in accordance with the standard Rotary club constitution, Satellite Members proposed by the satellite board.

**16.11.1** Sponsor Review

At its discretion, the satellite board may request the sponsor club to review and elect new Satellite Members proposed by the satellite board.

## **Article XVII Resolutions**

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

## **Article XVIII Amendments**

These bylaws may be amended at any regular club meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been electronically mailed, physically mailed or personally delivered to each member by the club secretary, or designee, at least ten (10) days before such meeting. For purposes of this requirement, electronic mail shall include a “Delivery” request to allow affirmative notification to the club secretary that the amendment has been received. No amendment or addition to these bylaws can be made which is not in harmony with the standard Rotary club constitution and with the constitution and bylaws of RI.

**Adopted this 1st day of August, 2023 by the members of the Rotary Club of Rohnert Park – Cotati and the Board of Directors.**

*Isabelle Accornero, President*

*Darren Patterson, Immediate Past President*

*Debby Benson-Miller, President-Elect*

*Wulff Reinhold, Secretary & Co-Director of The Rotary Foundation Giving*

*Paula Reinhold, Treasurer & Co-Director of The Rotary Foundation Giving*

*Art Ferris, Club Service Director*

*Robert Stewart, Community Service Director*

*Gina Belforte, Environmental Service Director*

*Keith Garlock, International Service Director*

*Gerard Giudice, Vocational Service Director*

*Ken McCoy, Youth Service Director*

### **Prior Revisions**

March 2018

August 2015

March 2014

December 2013

January 2008