

DISTRICT 7620 of ROTARY INTERNATIONAL BYLAWS

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 and 2009.

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ARTICLE I – INTRODUCTION

Section A. Definitions: The following words and acronyms will have the meanings indicated, but references to the Constitution of Rotary International, the Standard Rotary Club Constitution and the Bylaws of Rotary International will be referred to by their titles:

AG	Assistant District Governor
Club	A Rotary Club in the District
District	District 7620 of Rotary International
DDF	District Designated Funds
DES	District Executive Secretary
DG (Governor)	District Governor
DGE	District Governor-elect
DGN	District Governor-nominee
GSC	Governor Selection Committee
RI	Rotary International
RI Manual	Rotary International's <i>Manual of Procedure</i>
Rotary Year	Period beginning July 1 and ending the following June 30

Section B. Purpose: The purpose of the District is to help the Clubs advance the Object of Rotary and not to diminish the services provided by the Clubs and individual Rotarians. To assist the Clubs and its members, the District maintains a website to promote Club and District activities.

Section C. Territory and Governance:

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

Paragraph 2: The boundaries of the District are: the Susquehanna River on the northeast; the Mason-Dixon Line on the north; the western boundary of Frederick County, Maryland on the west; the Potomac River and its estuary on the southwest; and the Chesapeake Bay on the east. RI may change these boundaries at any time.

Paragraph 3: The District shall adhere to the Constitution of Rotary International and the Bylaws of Rotary International, the rules and regulations promulgated there under by the RI Board of Directors, and/or these Bylaws. If there is a conflict between these Bylaws and the Constitution of RI, the Bylaws of RI and/or the RI Manual, the latter documents shall take precedence.

ARTICLE 2 – DISTRICT ORGANIZATION

Section A. District Leadership Plan: Every Rotary District is required to have a District Leadership Plan (Plan) for the purpose of strengthening Rotary at the District and Club levels as outlined in the RI Manual. This District has adopted a plan to conform to RI requirements. 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 any appointments without consulting with the DGE, the DGN, and DGN-Designate (if selected.)

By March 1 of the calendar year in which he or she will take office as Governor, the DGE, with advice and counsel of the DGN, shall: assign the Clubs to regions, taking into consideration the number of Clubs, and their geographical proximity; and appoint an AG for each of the regions designated.

Section B. District Governor (DG): The administration of Clubs in the District is under the direct supervision of the DG. The DG serves as the officer of RI in the District and is charged with the furthering of 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 in fostering effective Clubs. Specific duties and responsibilities of the DG are outlined in the current RI Manual.

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

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 C. District Governor-elect (DGE): 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: District Treasurer, Aide to the RI President and/or the RI President's Representative, as well as other members of his or 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 may be necessary or desirable to conduct the business of the District. All assignments and appointments shall become effective on July 1.

Section D. District Governor Nominee (DGN): The DGN shall be responsible for developing and maintaining any displays for promotion of the District at Zone and other related RI functions, and any other committees as designated by the DG.

Section E. District Executive Secretary (DES): The District Executive Secretary shall work with the DG, the DGE, and DGN on a contractual basis. The DES is an independent contractor and not an employee of the District. The primary purpose of the position is to assist the DG, DGE and DGN in managing the affairs of the District. Duties and responsibilities may vary depending upon the needs of the District. The contract with the DES shall be executed by the DG, with the concurrence of the DGE and DGN, by no later than May 1 of the calendar year in which the DGE will take office as Governor. At District expense, the District Executive Secretary shall be bonded in an amount to be determined by the DG and DGE.

Section F. District Treasurer:

Paragraph 1: The DGE shall appoint a member of a Club, who is an accountant, 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.

Paragraph 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 in a timely fashion as directed by the Governor; (b) the issuance, no less frequently than quarterly, of an income statement and balance sheet compared with budget (c) preparing and issuing by July 31, a financial statement, 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 5th.

Paragraph 3: The District Treasurer shall sign all checks on District Accounts. In the absence of the District Treasurer checks may be signed by the DG or the DGE.

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

Section G. 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 Past District Governor, appointed by the DG, to assist when such individual is 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 H. Advisory Council of Past Governors: An Advisory Council of past District governors shall be formed so that the Governor may call upon it for advice and assistance. The

authority and/or responsibility of the Governor shall in no way be impaired or impeded by the advice or actions of the past governors. The most recent past district governor, willing and able to do so, shall serve as chairperson. The Advisory Council shall meet at least twice each Rotary year.

Section I. Committees: District committees shall assist Clubs, as requested, in carrying out their long-range goals based on the four Avenues of Service. The DGE, DG and Immediate Past Governor should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to three-year terms to ensure consistency. The DGE shall appoint committee members to fill vacancies, shall appoint committee chairs (who have previous experience as members of their respective committees) and shall conduct planning meetings prior to the start of the year in office.

Paragraph 1: There shall be five standing committees:

- 1 - Membership – to provide assistance to Clubs for the recruitment and retention of members.
- 2 - Public Relations – to develop and implement plans to provide the public with information about Rotary and the District’s service activities and projects; to assist Clubs with similar provision relating to their respective projects and activities.
- 3 - Administration – to assist Clubs in achieving effective Club operation.
- 4 - Service Projects – to develop and implement educational, humanitarian and vocational projects that address the needs of the District and communities in other countries, and to assist Clubs in their similar objectives.
- 5 - The Rotary Foundation – to develop and implement plans to support The Rotary Foundation through both financial contributions and program participation, and to assist Clubs in achieving their financial and participation objectives.

Paragraph 2: Additional *ad hoc* committees may be appointed as needed.

The DG shall be an *ex officio* member of all committees and, as such, shall have all the privileges of membership thereon.

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 DG. Committees shall not take action until a report has been made and approved by the DG.

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 DG on all committee activities.

ARTICLE 3 – DISTRICT FINANCES

Section 1: The District shall maintain a District Fund known as the District budget. The District Fund shall be financed by the 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 District Fund may be restricted as to its source of income and the purpose(s) for which those funds may be spent. The DGE should distribute his or her proposed budget to the incoming Club

Presidents no fewer than 30 days prior to the District Assembly.

The District shall not borrow funds for current expenses, if the repayment of such funds is to take place during a subsequent Rotary year, without the consent of the individual(s) who will assume the office of Governor during the proposed year(s) of repayment. In addition, a majority of the current Club presidents must vote to approve the taking out of the loan.

Section 2: Payments into the District Fund shall be as follows: one-half of each Club's annual contribution shall be paid by July 31 based on the number of active members reported as of June 30, and, one-half shall be paid by January 31 based on the number of active members reported as of December 31.

The RI Semiannual Report, which each club forwards to RI when it pays its dues, shall be the basis for each Club's District dues payment as well. If a Club has fewer than ten (10) active members listed on its Semiannual Report, its dues payment shall be the same as if it had ten active members. Clubs shall forward a complete copy of the Semiannual Report to the District with the payment of District dues. All payments and copies of the Semiannual Report will be sent to the District Executive Secretary.

Section 3. All monies to be paid to the District shall be sent to the District Executive Secretary. The District Executive Secretary shall deposit all monies received and forward a copy of the deposit slip to the District Treasurer. All bank statements shall be sent to the District Executive Secretary for review of deposits and disbursements of unusual items. Statements are then to be forwarded to the District Treasurer.

Section 4. The District maintains a District Project Trust Fund, which is incorporated separately under the laws of the State of Maryland, with its own Bylaws. The purpose of this fund, which qualifies under Section 501(c)(3) of the Internal Revenue Code, is to fund educational and charitable activities. The District shall report the status of the Fund, including income and expenditures, to the membership at least once a year.

ARTICLE 4 – GOVERNOR SELECTION PROCESS

Section A. Selection of a District Governor-nominee: Article 13 of the Rotary International Bylaws provides for the nomination and election of District Governors. Certain procedures in this process are optional to the District, providing that no procedure is implemented that is inconsistent with the RI Bylaws.

Section B. Appointment of Selection Committee:

Paragraph 1: Prior to assuming office, the DGE shall select a past governor as Chairperson of the Governor Selection Committee (GSC). The GSC shall be charged with selection of a person to serve as Governor for the Rotary Year beginning on July 1 of the second calendar year following the Rotary Year in which the person is selected.

Paragraph 2: The Governor will select five (5) Regional Selection Chairpersons no later than August 31.

Paragraph 3: The Governor shall send the names of the Chairperson of the GSC and the Regional Selection Chairpersons to Club presidents by September 15. The Governor shall include in this mailing relevant sections of the Rotary International *Manual of Procedure* relating to the Status, Qualifications, Duties and Code of Ethics relating to the position of Governor.

Paragraph 4: The Regional Chairpersons will each convene a meeting of the Club presidents in their respective regions by no later than December 31 to choose members of the GSC. All members of the GSC must be past Club presidents. Each region will elect one member to serve on the Committee, and one alternate. The alternate shall serve in the event the elected member is unable to serve. The Chairperson of the GSC shall provide to each member and delegate copies of the relevant sections of the Rotary International *Manual of Procedure* relating to the Status, Qualifications, Duties and Code of Ethics relating to the position of Governor. No one is eligible to serve as a member or an alternate on the GSC from a Club nominating one of its members for Governor. In addition, those selected to be members or alternates of the GSC are not eligible to be considered as nominees for Governor during the Rotary Year they were elected as members or alternates.

Section C. Nomination Process:

Paragraph 1: The Chairperson of the GSC shall notify Club presidents by September 30 that nominations for the office of Governor are open. Such notification shall include: the application form that a nominee must complete; the qualifications the nominee must meet; 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; any additional application requirements; and, the deadline date for the submission of applications,

In addition to the enumerated qualifications found in Section 15 of the Bylaws of Rotary International, a nominee should possess other qualifications such as: having chaired a District Committee or a Lane of Service; having served as a District officer; or, having served as the coordinator of a District-wide project.

Paragraph 2: All nominations must be submitted by a Club, with the required number of copies, to the GSC chairperson by November 30.

Section D. Selection Process:

Paragraph 1: The GSC will review all nominations and interview those nominees who meet the criteria for the office of Governor, and select a nominee by no later than January 31. The role of the Chairperson of the GSC during the interview and selection process is to facilitate the meetings. The Chairperson is not to influence the members of the GSC in their deliberations, express an opinion on any candidate, and has no vote.

Paragraph 2: No nominee shall be selected without having received four out of five votes of the members of the GSC. If only four members are present, then three votes are necessary to select a nominee as Governor. If fewer than four voting members of the GSC are present, the Committee shall adjourn to a later time or date, so as to guarantee the presence of at least four voting members. (In this section, member refers to member or alternate, as defined in A, Section 4, above.)

Paragraph 3: If a nominee is selected by January 31, the Chairperson of the GSC will promptly inform the DG and the District Executive Secretary. The DES will promptly notify all Club presidents by no later than February 5. If there are two or more nominees under consideration, the selection may be appealed if ten percent of the Clubs (rounded up to the next whole number) notify the DG by February 25 of their objection to the person selected. If there is no appeal, the nominee of the GSC will be designated as the District Governor Nominee as of July 1 of the calendar year of selection.

Paragraph 4: If, after the interviews, the GSC determines that none of the nominees are qualified to hold the office of Governor, then the following procedure shall apply:

- a) The GSC will meet and list the best qualified Rotarians in Clubs who meet the

qualifications for Governor;

b) The Chairperson of the GSC will immediately contact those listed to ascertain whether they will accept the office of Governor, if selected;

c) The GSC will then interview those who have indicated a willingness to serve and, from this group, select a nominee for Governor; and,

d) The interviews and selection shall take place on or before February 28.

If a nominee is selected by February 28, the Chairperson of the GSC will promptly inform the DG and the DES. The DES will promptly notify all Club presidents of the selection no later than March 5. If there are two or more nominees under consideration, the selection may be appealed if ten percent of the Clubs (rounded up to the next whole number) notify the DG by March 25 of their objection to the person selected. If there is no appeal, the nominee of the Committee will be designated the DGN as of July 1 of the calendar year of selection.

Section E. Appeals:

Paragraph 1: In the case where the requisite number of Clubs appeals the selection of an individual to be Governor, the list of nominees interviewed will be sent to the Club presidents by the Chairperson of the GSC no later than 14 days following the deadline date for the appeal.

Paragraph 2: The Club presidents will vote their selection for Governor from the list of nominees via a mail ballot which is to be returned and received by the DG no later than 28 days following the deadline date for the appeal.

Each Club shall be entitled to at least one vote. Any Club with an active membership greater than 25 shall be entitled to one additional vote for each additional 25 active members or major fraction thereof. Such membership shall be determined by the number of active members in the Club as of the date of the most recent semiannual payment prior to the date on which the vote is held. However, any Club whose membership in RI has been suspended by the Board of RI shall not be entitled to participate in the voting. If a Club is entitled to cast more than one vote, the Club shall cast all votes for the same candidate. The name of the candidate for whom the Club has cast its vote(s) shall be verified by the secretary and president of the Club and forwarded to the DG in a sealed envelope provided therefore. The DG shall immediately forward the sealed envelopes to the Chairperson of the GSC.

Paragraph 3. The Chairperson of the GSC shall call a meeting of the GSC to be held on a date that falls between the 29th through the 35th day following the appeal. At the same time, the Chairperson of the GSC shall notify the nominees for Governor of the date, time and location of this meeting. All sealed envelopes containing the ballots from each Club shall be opened in the presence of the nominees or their representatives. If a nominee does not have a representative present when the envelopes are to be opened, he or she will be deemed to have waived the right to attend, and the envelopes will be opened and the ballots tallied.

The nominee receiving the majority vote of all ballots cast shall be selected. If no nominee receives a majority of votes, the process will be repeated with Clubs voting for one of the two candidates (three, if there is a tie for the second highest number of votes received) with the highest number of votes received in the initial balloting. If in the first runoff ballot there are three candidates and none of the candidates receives at least 50% of the votes, then the process will be repeated with Clubs voting for the two candidates receiving the highest number of votes. If any runoff results in two candidates each receiving 50% of the votes, and one of the candidates is the nominee of the GSC, this person shall be declared the successful candidate. If neither of such candidates is the nominee of the GSC, the Governor shall cast the deciding vote for the successful candidate.

ARTICLE 5 – DISTRICT PROJECTS

Section A. Purpose: Each year, Clubs engage in projects that provide a benefit to their local or the world community. Some projects have a way of expanding beyond the initiating Club's capability to continue them and, therefore, the help of other Rotary Clubs is not only desirable but also necessary. In other situations, the Club may not need help in carrying out its project but may need other types of assistance, such as donations of goods to be shipped for distribution to relief victims, schools, and the like. To enable these acts of goodwill, a project may be designated as a District Project for up to one year.

Section B. Existing Project (Gallaudet University Endowment): Beginning in 1974, the district began funding of a perpetual endowment fund to provide scholarships to students at Gallaudet University in Washington, DC. This has been supported annually by the district and its clubs, and is considered to be an on-going District Project as a defined below.

Section C. How to Apply:

Paragraph 1: Any Club, or a member of a Club, has the right to submit local, district-wide or international projects to the Governor, the DGE and/or the DGN, as applicable, for consideration as a District Project. Projects so designated shall be promoted by the District to the Clubs, and will also allow the sponsor to approach other Clubs for their support. Such support may take the form of volunteer efforts and/or the contribution of funds or goods.

Paragraph 2: The DG or DGE is the only person who may designate a qualified project as a District Project to take place during his/her year as DG. In order for a project to qualify as a District Project, the sponsor must submit a written proposal to the DG (for current year projects) or DGE (for next year projects). The DG or DGE, prior to designating a proposal as a District Project, shall distribute copies of the request to the Club presidents for the year in which the proposal is requested to be a District Project. The District Project designation may be denied if opposed by a majority of those Club presidents. The format and requisite information shall be provided on the District website.

Section D. Continuity: The DG is under no obligation to continue or designate any project as a District 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 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 sponsor must understand that it might not be approved by the Governor for that Rotary year, and therefore, must have a plan in place to complete the project as soon as possible.

Section E. Projects Ineligible for Consideration: A project may not be considered a District Project if: (1) it directly benefits a member of a Club, or an employee of a Club or the District; (2) funds are used for travel, salaries or other administrative costs; (3) its purpose is to construct a new building or substantially expand an existing building; or, (4) it will create a liability on the part of the District.

ARTICLE 6 – AMENDMENTS

Section A. Who May Submit: Any Club may propose amendments to these Bylaws. Each proposed amendment must be submitted separately from other proposed amendments. All properly submitted proposals shall be considered at the business session of the District Conference that immediately follows the deadline date for the proper submission of the proposal.

Section B. Procedure for Proposing Amendments:

Paragraph 1: All proposed amendments 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. If the subject matter of the amendment is not covered in the Bylaws, the submission must indicate where the proposed wording should be inserted.

Paragraph 2: A short narrative giving the reason for the amendment, including the problem to be corrected or anticipated, and its impact on Clubs and/or the District must accompany all amendments.

Paragraph 3: All amendments, plus supporting documents, shall be submitted to and received by the District Executive Secretary no later than 45 days prior to the opening day of the next District Conference.

Section C. Notification and Voting:

Paragraph 1: The District Executive Secretary shall forward all amendments that have met the criteria set forth in A and B, 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.

Paragraph 2: If a proposed amendment is received by the DES 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 deficiency(ies), and with a request to resubmit promptly so that the 30 day deadline mentioned in Section 1 might still be met.

Paragraph 3: If a proposed amendment fails to meet the criteria set forth in B, above, it shall not be included on the agenda for the business session of the District Conference.

Paragraph 4: All properly submitted proposed amendments to these Bylaws shall be placed on the agenda for the business session of the District Conference for which the amendments were submitted for consideration.

Paragraph 5: The president, secretary or designated representative of the Club submitting the proposed amendment shall present same. Proposals receiving a two-thirds vote in the affirmative, of the votes (of active members, registered at the District Conference and in attendance at the business session) cast will be deemed adopted and will take effect on the first day of the following Rotary Year.

Paragraph 6: If a proposed amendment is defeated, it may only be reconsidered at the business session if the president or secretary of the Club submitting the proposal asks for reconsideration and such request receives a majority of the votes cast. If the motion for reconsideration is defeated, or the proposal is defeated a second time, it may not be reconsidered at that District Conference.

Adopted May 21, 2005

Amended May 5, 2007

Amended May 3, 2008

Amended and Adopted May 13, 2009