

Bylaws of the Rotary Club of Global Impact #224228 - (7680), North Carolina, USA



Global Impact
Rotary
Club



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Bylaws of the Rotary Club of Global Impact (7680), North Carolina, USA

Article 1: Definitions

1. Board (BOD): The board of directors of this club.
 2. Director: A director on this club's board.
 2. Chairperson: A leader of a specific committee.
 3. Member: A member, other than an honorary member, of this club.
 4. Quorum: The minimum number of participant responses required when a vote is taken: one-third of the club's members for club decisions and a majority of the board for board decisions.
 5. RI: Rotary International.
 6. Year: The 12-month period beginning 1 July
 7. CHRO: Chief Human Resources Officer
 8. FCO: Fundraising Committee Officer
 9. ECO: Events Committee Officer
 10. MCO: Membership Committee Officer
 11. DPIO: Digital Public Image Officer
 12. DEIO: Diversity, Equity, & Inclusion Officer
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Article 2: Board Members

The governing body of this club is its board of directors, consisting of, at a minimum, the President, President-Elect, Immediate Past-President, Secretary, Membership Committee Officer (MCO), Fundraising Committee Officer (FCO), Digital Public Image Officer (DPIO), Diversity/Equity/Inclusion (DEI) Officer, Chief Human Resources Officer (CHRO), Events Committee Officer (ECO), and Treasurer. Any person only gets one vote.

Article 3: Elections and Terms of Office

Section 1 — Prior to November 1st of each year, the membership will nominate and vote on a President-elect and Sergeant of Arms leading up to such. The President-elect and Sergeant of Arms nominated will be subject to a confirmation vote as set forth in section two below. The new President will appoint the Secretary and Treasurer. Other positions will consent or deny to continue into the next year. The BOD will vote to fill any other any open positions.

Section 2 — At a regular Club meeting, the CHRO, shall announce the candidates and ask for any other nominations by members of the club for the role. The nominations duly made shall be placed on a ballot, if necessary, in alphabetical order, and shall be voted for at a regular

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meeting. The election should be held by December 31st or as soon thereafter as feasible.

Section 3 — If any officer or board member vacates their position, the remaining members of the board will appoint a replacement.

Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of elected offices by the membership for each role are one year. The maximum term for a Secretary or Treasurer shall be three years at a time. Nothing would prevent such service in the future from occurring again as long as a year-off exists since the last term of service.

Article 4: Duties of the Board Members and others

Section 1 — The President presides at club and board meetings.

Section 2 — The President-elect prepares for his or her year in office and serves as a board member. They preside at club and board meetings when the President is absent. The immediate past president serves on the club board of directors.

Section 3 — A Board Member attends club and board meetings.

Section 4 — The Secretary keeps minutes, copies of any agendas, records, historical items, and involvement/community service records. They type and prepare documents, and keep annual tabulation of involvement/community service which is forty (40) hours per member, per year. A non-voting appointed Deputy Assistant (DA) helps them. The secretary keeps membership and attendance records.

Section 5 — The Treasurer oversees all funds and provides a monthly accounting of them. They conduct billing and accountancy. A non-voting appointed Deputy Assistant (DA) helps them.

Section 6 — The Membership Committee Officer sources new members, compiles applications, helps with dues intake for the Treasurer, gives trade show and meeting presentations on stage and other areas about the club, speaks at major events for the club to effectuate new members coming in, compiles data information changes for contact in conjunction with the CHRO and Secretary, and may produce videos, public relations memes, social media input worldwide, links to application forms, and graphics. Resources to Rotary International (RI) are introduced to prospective members. A non-voting appointed Deputy Assistant (DA) helps them.

Section 7 — The Fundraising Committee Officer raises funds in conjunction with trending requests stemming out of the Membership Committee and Events Committee Officers ear to the ground and CMO trending work in the marketing industry. A non-voting appointed Deputy Assistant (DA) helps them.

Section 8 — The Digital Public Image Officer (DPIO) utilizes promotion, public relations, social media, signage, billboards, digital, guerilla, traditional, publicity, and advertising skills and subsets to market the club following state, federal, telecom, and international laws including Global Data Protection Requirements (GDPR) in Europa and the European Union (EU). A non-

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voting appointed Deputy Assistant (DA) helps them.

Section 9 — The Chief Human Resources Officer (CHRO) assists the club in non-medical human relations matters following the Society of Human Resources (SHRM) endorsed guidelines. Sarbanes-Oxley, Dodd-Frank Act, and other pertinent laws are assisted in for the safety and security of the public and club membership. They are the primary institutor of our required mental wellness, physical exercise promotion, and nutrition programs. In conjunction with the entire board, they institute the Leadership Excellence University (LEU) for better managers and inspirational work culture to create cohesiveness throughout the club. An appointed non-voting Deputy Assistant (DA) helps them.

Section 10 — The Events Committee Officer designs and creates superlative, mesmerizing, gripping, dynamically involving events of an innovative and groundbreaking methodology. Their focus on live and recorded programs typically set new records in RI and are copied worldwide. Masterminding, webinars, virtual reality, audience participation-focused programs, food, games, music, and technology sessions. They collaborate across several other committees and with numerous board members. An appointed non-voting Deputy Assistant (DA) helps them.

Section 11 — The Sergeant-at-Arms maintains order in club meetings. They are independent of authoritative commands issued at any publicly held event, sitting above any BOD member to shut down an event when they believe there is a safety or security situation present. They need no compliance to cease any activity that is unsafe for the well-being of members and the public. They plan and control ambulance, fire, police, and EMT elements at publicly sponsored club events to ensure compliance and safety are built into insurance-required programs. Working with event insurers they exceed compliance sanitation, safety, and security procedures are established and followed. An appointed non-voting Deputy Assistant (DA) helps them.

Section 12 — The Diversity, Equity, & Inclusion (DEI) Officer. This position facilitates the fair and caring endorsement of Rotary's goals in DEI. An appointed non-voting Deputy Assistant (DA) helps them.

Article 5: Duties of the Avenues of Service Chairperson's

Section 1 – Community Service Chairperson. They devise and carry into effect plans to guide and assist the Members of this Club in discharging their responsibilities in their community relationships and shall be responsible for the community service activities of the Club. An appointed Deputy Assistant (DA) helps them.

Section 2 – International Service Chairperson. They shall be responsible for the International Service activities of the Club and shall supervise and coordinate the work of all committees that may be appointed on particular phases of International Service. An appointed Deputy Assistant (DA) helps them.

Section 3 – Vocational Service Chairperson. They shall be responsible for the Vocational Service activities of the Club and shall supervise and coordinate the work of all committees that may be appointed on particular phases of Vocational Service. An appointed Deputy Assistant (DA) helps them.

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Section 4 – **Club Service Chairperson.** They shall be responsible for the internal operations of the Club and shall supervise and coordinate the Work of any subcommittees that may be appointed on particular phases of Club service. An appointed Deputy Assistant (DA) helps them.

Section 5 – **New Generations Service Chairperson.** They shall be responsible for all activities related to youth and young adults and shall supervise and coordinate the work of all committees that may be appointed on particular phases of the New Generations Service. An appointed Deputy Assistant (DA) helps them.

Article 6: Meetings

Section 1 – **Club Assemblies.** The Club shall, at least twice annually, hold a Club Assembly for the purpose of allowing the Club Officers and Directors to present programs and projects to the assembled Members and to allow the Club Members to provide input on Club activities and governance.

Section 2 – **Bi-Monthly Club Meetings.** The regular meetings of this club shall be held on the second and fourth Thursday of each month at 11:00 (11 am) Universal Time Coordinated (UTC). Due notice of any changes in or canceling of the regular meeting shall be given to all Members of the Club. Meetings may be attended remotely via any digital method. All Members accepting an Honorary Membership, a Member excused pursuant to the standard Rotary Club Constitution and Emeritus Members in good standing are welcome, or as otherwise provided in the Rotary Club Constitution. A copy of the Rotary Club Constitution is available from the Club Secretary. In many cases, a member will attend a meeting by watching it at a later time.

Section 3 – **Voting.** The minimum number of participants to pass any action in the club or on the BOD, when a vote is taken shall be a majority (*majority rules*) of the club's members for club decisions and a majority of the directors for club board decisions. All votes taken in either the Club or BOD shall be administered and recorded with an immediate report after the meeting. In the case of an open club meeting vote occurring, a 96-hour additional voting period will be engaged in with an online, secured, electronic form that tallies all votes and names, thereafter, allowing for the Secretary to compile votes via electronic means. Total Yeas, Neas, Abstainments will be reported but names will not. In each case, a digital record showing the member's name and vote will be safeguarded and kept in the historic repository. Back-up data with names will be secured in a separate location by any club general counsel and Sergeant-at-Arms on a weekly periodicity. In any case of dispute or reported fraudulent vote registered, the Secretary shall therein change such vote and report it to the BOD. If it ultimately does not change the totality of the vote - the motion and vote will stand.

Section 4 – **Board Meetings.** Regular meetings of the Board shall be held quarterly at a time and place selected by the President. Special meetings of the Board shall be called by the President, whenever deemed necessary, or upon the request of at least two (2) directors, due notice having been given.

Section 5 – **Annual Meeting.** The purpose of the Annual Meeting shall be to elect the President who will take office on July 1st of the following year, plus other Club business as determined by the President including the Rotarian of the Year, and assorted awards.

Article 7: Fees and Dues

RI registration. Official members of the Rotary Club of Global Impact (7680) pay club, district, and RI dues, and they are listed as active members in RI's records.

Dues. Club dues for members of the Rotary Club of Global Impact are established each year by the BOD. They are paid as follows each January and July. Annual club dues include RI per capita dues, a digital subscription to The Rotary or a Rotary regional magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment. They are payable monthly or annually. Members may also sponsor others if they so desire.

Thereafter annual dues for each following year shall be recommended by the board and approved by the members at the Annual General Meeting. When the club began dues were \$15.00 for a RI Processing Fee and \$15.00 dues per month on April 7, 2022. Dues will be increased, naturally, over time and invoiced by the Treasurer with requirements on the website.

Section 1 – The annual Membership dues shall be decided by the Board prior to the first day of July and payable annually, monthly or quarterly, or at such other times as the Board may prescribe for the upcoming year, with the understanding that a portion of each semiannual payment shall be applied to each Member's subscription to the RI official magazine.

Article 8: Committees

Club committees coordinate their efforts to achieve the club's annual and long-term goals. The president is an ex-officio member of all committees and, as such, has all the privileges of membership. Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

Article 9: Leave of Absence

Upon written application to the Board, setting forth good and sufficient cause, leave of absence may be granted excusing a member from attending the meetings of the Club for a specified length of time not to exceed 12 months.

Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's contributions to community service.

Article 10: Finances

Section 1 — Before each fiscal year starts, the board must prepare an annual budget of estimated income and expenditures.

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Section 2 — The Treasurer shall deposit club funds in a financial institution or institutions designated by the board. Anyone with access to the treasury or bank accounts is required to bond annually for accidental loss, cash and bag dropped and lost, cyber-penetration with loss, as well as other means of infiltration.

Section 3 — Bills payable up to \$100.00 must be approved by the President and the Treasurer in writing. If more than that, then the BOD must approve such expenditure. No paper checks will be used nor allowed. All computing systems will certify for Malwarebytes, and Windows Defender installed. In the case of an individual not using an IBM system, they will use at least Malwarebytes and also Norton or McAfee. The login name will not make sense and be written down and kept in a safe only using multihexials. Passwords will be at least 14 multihexials long using upper and lower case letters, special symbols, and numerals. A Google gold and white TITAN KEY VIP program membership are required for anyone with bank access. **Login and passwords are suggested to be changed on paper only every 90 days and are NEVER ALLOWED to be stored on any kind of program.** BOD members found violating these rules will subject themselves to civil penalties and lawsuits.

Bank reconciliations must be approved by another officer quarterly and presented to the board as part of the financial report. Bank statements are also to be provided to the board for review and matching up as well as any BOD member can contact the bank to independently pull the real statements in the case of a Treasurer creating statements in Photoshop.

Section 4 — A qualified CPA, who is currently in good standing as a member of the Association of International Certified Professional Accountants (AICPA), conducts a thorough annual review of all financial transactions with the report. This does not need to be a formal and expensive audit.

Section 5 — Club members will receive a monthly financial statement of the club kept posted on the website for the public to view.

Section 6 — The fiscal year is from 1 July to 30 June.

Section 7 – The fiscal year of this club shall extend from 1 July to 30 June, and for the payment of Members' dues to Rotary International and District shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June on the basis of the Membership of the Club on those dates. The collection of per capita dues shall be made monthly, quarterly, or annually (Note: Magazine subscriptions for members joining during a semi-annual period payable on the invoice from the Treasurer.)

Section 7 – The minimum amount of the operational reserve held in the bank account will be determined by the operational reserves policy. The operational reserve amount will be calculated prior to the first day of July for the annual year of July to June or when requested by the board.

Article 11: Method of welcoming new members

Qualifications. Any adult who brings expertise and a desire to serve and otherwise meets the requirements described in the RI Constitution Article 5 is eligible to be a member of the Rotary Club of Global Impact.

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Method: Prospective members will be welcomed in the goodness of faith and fellowship to apply online using the automated system with strong **mandatory field entry** of the form enforced. Rotarians who are relocating are automatically invited to join unless they were terminated from their previous clubs for a negative reason.

Section 1 – The **Standards of Conduct**, disclaimers, and **ethics warnings**, along with **ethics videos** required to be watched shall be posted online on the specific membership page that contains the automated system for enrollment.

Section 2 – Together with one or more members of the Club's Orientation Committee, they shall share with the new member the purposes of Rotary and the privileges and responsibilities of membership in the Club. Orientation videos and presentations shall be available and up-to-date on the membership page so as to change the dynamic in world membership at RI, via this club, and promote orientation beforehand.

Section 3 –The Member shall be celebrated publicly in a joyous manner of love and caring and inducted as a new member at a regular meeting of the club. A primary focus of this club is love, compassion, caring, and welcoming as part of our methodology in membership.

Section 4 – **Honorary Members.** This type of Membership is the second-highest distinction this club can confer and is exercised only in exceptional cases to recognize an individual for unusual service and contributions to Rotary and society. An honorary Member is elected until such membership is revoked by the Board. Honorary Members do not vote, cannot propose new Members to the club, do not hold office, and are exempt from requirements and club dues. The name of a proposed candidate for Honorary Membership shall be submitted to the Board of Directors in writing and the election may be held at any regular or special meeting of the Board. Unless three or more negative votes are cast by the Members of the Board in attendance at the regular or special meeting, the proposed member shall be considered duly elected.

Section 5 – **Emeritus.** Emeritus Status may be awarded to those Rotarians who were long-term exemplary members of the club and who, for various reasons, can no longer actively participate in regular meetings/events. This status is to be considered an honor for service and gives the recipient a continuation of belonging to the Club. The name of a proposed candidate for Emeritus status shall be submitted to the Board of Directors in writing and the election shall be determined by the Board. This status remains in effect until revoked by the Board. Emeritus Members do not vote, cannot propose new Members to the club, may not hold office and are exempt from requirements and club dues.

Article 12: Method of Termination

Section 1 - If a member's conduct or habits are such as to reflect discredit upon Rotary International or the club, or if another good cause exists, the member may be removed from office by an affirmative vote of a majority of the BOD at any regular meeting of the Board or at any special meeting called for that purpose. No such vote upon removal of a member shall be taken until the person has been advised of the reasons therefore and has had the opportunity to

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submit to the Board of Directors a statement relative thereto, either oral or written. If the member affected is present at the meeting, they shall leave the place where the meeting is being held after his/her statement has been submitted and prior to the vote upon the matter of his/her removal.

Article 13: Resolutions

The Board shall not pass a resolution to commit the Club on any matter unless it has received the issue in writing at least seventy-two (72) hours prior to the Board meeting at which a vote shall take place. In an emergency, the Board can overrule this article by a majority vote. Any resolutions or motions, if offered at a Club meeting, shall be referred to the Board for consideration before being presented for a vote of the Club.

Article 14: Interpretation and Amendments

Amendments. These bylaws may be amended occasionally by an electronic vote of the club's members. Members must be notified of a proposed amendment at least ten (10) days before the vote. A majority of members must vote to approve it in order for the amendment to become part of the bylaws. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Club Consent. Any resolutions, motions, binding commitments, in writing or otherwise, on behalf of the club, to any position or action shall first be reviewed and approved by the Board of Directors. No committee or club member will have the authority to commit or create expenditure(s) that are not specifically pre-approved by the board. If resolutions or motions are first offered at a club meeting they shall be sent to the Board without discussion.