

Proposed Changes are highlighted

Rotary District 7930 Bylaws

PREAMBLE

The constituent clubs of District 7930, Rotary International acting by and through their members and electors, recognize and affirm as follows:

That accomplishment of the Object of Rotary can best be achieved through planned activity authorized through orderly deliberation.

That the strength of individual clubs is directly related to the support, advice and assistance of a district organization.

That the fellowship of Rotarians is fundamental to the effectiveness of the service Rotary represents.

That the coordination of activities of members, clubs and districts within Rotary International requires recognition of and representation in each level of organization; and

That any district within the framework of the international organization has individual and collective organizational needs distinct and apart from those other districts.

And therefore, do hereby ordain and establish these Bylaws on 10 May 1972 to take effect 1 July 1972.

ARTICLE I: District Officers

Section 1. District Governor

The District shall be governed by a District Governor who is an officer of Rotary International who has been duly selected as District Governor nominee by the electors* at the Business Meeting of the annual conference of Rotary District 7930 and elected by the International Convention of Rotary International, and nothing in these bylaws may overrule or alter any procedure or bylaw or announced policy of Rotary International, nor restrict the Governor of District 7930 in the performance of any duties required by Rotary International (*R.I. Bylaws Article 12).

Section 2. District Governor-elect

There shall be a District Governor-elect who has been duly selected as District Governor nominee by the electors present and voting at the Business Meeting of the annual conference

of Rotary District 7930, in the calendar year immediately preceding the year in which that term of office begins, whose term, when qualified under Article 12 of the Bylaws of Rotary International, shall begin on July 1 of the following calendar year, and shall serve as Governor after election at the RI Convention. (R.I. Bylaws 12.010).

Section 3. District Governor-nominee

There shall be one District Governor nominee selected by the electors present and voting at the Business Meeting of the annual conference of District 7930. The term of office will commence July 1, next, for one year.

Section 4. District Governor-nominee Designee

There shall be one District Governor Nominee designee selected by the nominating committee pursuant to Article II.

Section 5. Vice Governor

The District Governor-elect will select one past governor to serve as a Vice Governor. The role of the vice governor is to replace the governor in case of temporary or permanent inability to serve. (RIB 16.060.1)

Section 6. Other District Officers

(a) There shall be a District Secretary and Assistant District Secretary, District Treasurer and Assistant District Treasurer, all of whom shall, after due nomination, be elected by a majority vote of active members of the clubs in Rotary International District 7930 present and voting at the Business Meeting of the annual District Conference. They shall hold their office for two years beginning July 1. Two consecutive terms as Assistant Secretary or Assistant Treasurer shall not disqualify such officer from election to the office of Secretary or Treasurer respectively.

(b) There shall be a Board of Trustees of the Permanent Fund. This Board shall consist of the District Governor as a non-voting ex-officio member and three trustees, who after due nomination shall be elected by a majority vote of the active members of the clubs in Rotary International District 7930, present and voting at the Business Meeting of the annual District Conference. One trustee shall be elected each year for a three-year term and shall not serve more than one consecutive full term. Candidates for trustee must have served as president of a Rotary Club, may have been a Past District Governor, must have leadership potential and display above average interest in Rotary service. **No Rotarian currently serving in the District Governor track (District Governor-elect, District Governor-nominee, or District Governor-nominee Designee) shall be eligible to serve as an elected trustee.**

(c) There shall be an election of a District Representative and alternate to the Rotary International Council on Legislation at the Business Meeting of the District Conference in the Rotary year immediately preceding the convening of the Council on Legislation or as otherwise provided for in the Bylaws of R.I. Article 9.

Any club in the district may nominate a qualified member of the club **as a** representative where such member has indicated a willingness and ability to serve. The club shall certify such **nominations** in writing. Such certification must include the signatures of the club president and secretary. Such nomination shall be forwarded to the District Governor 30 days prior to the district conference for presentation to the electors at the district conference. Each elector at the district conference shall be entitled to cast one vote in the election of the representative.

The candidate receiving the highest number of votes shall be the representative **of** the council. The candidate receiving the second highest number of votes shall be declared the alternate representative, to serve only in the event the representative is unable to serve.

(d) Any club in the district may nominate a qualified member of the club for membership on the Rotary International Director nominating committee where such member has indicated a willingness and ability to serve. The club shall certify such **nominations** in writing. Such certification must include the signatures of the club president and secretary. Such nomination shall be forwarded to the District Governor 30 days prior to the district conference for presentation to the electors at the district conference. Each elector at the district conference shall be entitled to cast one vote in the election of the member.

The candidate receiving the highest number of votes shall be the member of the nominating committee. The candidate receiving the second highest number of votes shall be declared the alternate member, to serve only in the event the member is unable to serve.

(e) In the event any office, except District Governor-elect and District Governor **nominee** becomes vacant for any reason, the District Governor shall appoint a successor to serve until the end of the then current Rotary year. His/her successor shall be elected at the next Business Meeting of the District Conference.

ARTICLE II: District Nominating Committee

Section 1. Committee Members

On or before October 15 of each year, the DG shall appoint three Rotarians representing three geographical areas of the district as he/she deems feasible and practical and the two immediate PDGs who are members of a club in this District, the DGE, the DGN and with the DG as a member ex-officio and Chairman, shall constitute the District Nominating Committee.

Section 2. Duties

(a) It shall be the duty of the Committee to survey the District and propose the name of that Rotarian who seems best qualified to serve as District Governor-Nominee-Designee.

(b) The Committee shall meet no later than November 15 of each year and shall notify the Governor of the candidate selected for each position within 24 hours of adjournment of the nominating committee, but no later than December 1 of each year, unless there are no qualified applicants and an additional appeal for applications is required. The Governor shall then publish to the clubs in the District the name and club of Nominee(s) within 72 hours of receipt of the notice from the chair of the nominating committee. Publication of the announcement shall be by email to the club presidents and in the first e-bulletin following the announcement.

(c) Prior to the meeting of the Committee, the District Governor shall urge the clubs of the District to submit names to the Committee for consideration as District Governor-Nominee-Designee. Any club may propose for consideration as candidate for District Governor-Nominee-Designee, the name of any qualified Rotarian in the District, provided that in the event the person named is a member of another club, that club shall be informed of the proposer's action. All nominations must have been a Rotarian for a minimum of seven years by the time that the nominee would take office. If candidates do not meet membership requirements, Rotary International may provide an exemption.

Section 3. Challenges

Any club in the district which has been in existence for at least one year as of the beginning of that year may also propose a challenging candidate for District Governor-Nominee-Designee provided this club has previously suggested such candidate to the nominating committee. The name of the challenging candidate shall be submitted pursuant to a resolution by the club adopted at a regular meeting. The club must file the resolution with the governor by the date determined by the governor. Such date shall be not more than 14 days after publication of the announcement of the selection for governor-nominee by the governor.

In the event of there being more than one candidate for election to any district office, the election shall be by ballot as provided in Article 13.020.7 of the Bylaws of Rotary International; and if there be no more than one candidate for any office, the election may be by acclamation as provided in the same Article 13.020.7 of the Bylaws of Rotary International or no later than December 31.

ARTICLE III: Duties of District Officers

Section 1. District Governor

(a) The duties of the District Governors are set forth in the Bylaws of Rotary International (Article XV).

(b) The District Governor shall appoint District Committees in accordance with policies established by Rotary International and these by laws, giving due consideration to continuity for District programs. Early, but not later than July 31 in his/her administration, he/she shall publish a District directory listing officers and committees with addresses and telephone numbers, and cause such directories to be distributed to club officers and directors, the chairs of the Five Avenues of Service, as well as to Rotary Foundation and Membership Development Chairs and Past District Governors.

(c) District Governor shall be an ex-officio member of all committees.

(d) It shall be the duty of the District Governor to advise and counsel the District Governor-Elect and District Governor nominee in the exercise of his/her responsibilities as District Governor and assign him/her duties within the District as consistent for this purpose. The District Governor shall invite the District Governor-elect and District Governor nominee to attend all District meetings.

(e) The District Governor each year shall provide for and cause to be made a review and examination of all accounts in custody of the Treasurer of all District funds as soon as practicable after the close of the Rotary year, June 30. A copy of the reviewed statements will be provided to each club in the district within six months, (R.I. Bylaws 15.060.4), by posting on the District website.

(f) At the expiration of his/her term of office, he/she shall turn over to the District Secretary such District records which are not of a personal nature. These records shall be available to succeeding Governors during their term in office for their guidance and information.

Section 2. District Governor-Elect and District Governor-Nominee

The District Governor-Elect and the District Governor nominee shall make every effort to attend all district meetings. He/she shall set goals and plan for his/her year as Governor, including committee structure, etc. He/she shall cooperate with the District Governor in every way possible, and whenever called upon, perform such duties as are reasonably requested or assigned to him/her by the District Governor.

Section 3. District Secretary

(a) The Secretary shall assist the District Governor in whatever way may be required and serve as Secretary of the District Conference, District Assembly and shall keep the minutes of all District Council meetings and special meetings called by the District Governor when requested to do so. The Secretary shall keep all district records and papers, maintaining continuity in District affairs and shall see that such records and papers are suitably filed and preserved and handed over in good condition to his/her successor when qualified.

(b) The District Secretary shall provide suitable space for the safekeeping of the current records of District 7930. District records shall be kept in a secure online location.

Section 4. Assistant District Secretary

The Assistant Secretary shall perform such duties as requested by the District Governor and in the absence or disability of the Secretary perform the duties of the Secretary and act in his/her stead. The Assistant Secretary shall work with the District Secretary to learn the position to follow the District Secretary.

Section 5. District Treasurer

(a) The Treasurer, with such assistance from the District Governor as may be appropriate, shall collect all assessments due and all monies payable to the District, and shall deposit all monies so received in such banks as seem to him/her proper in the name of Rotary International District 7930 and said monies shall be known as the District Operating Fund. The Treasurer shall withdraw and expend such funds only upon vouchers or invoices properly approved by the District Governor. Checks drawn on banks where current funds are maintained require only the signature of the Treasurer, and with the written approval of the Finance Chair for amounts in excess of \$5,000

(a)(1) The Treasurer shall establish and maintain such bank accounts as required for the Foundation Committee Grants given in any given year. Upon the direction of the District Foundation Chair, he/she shall expend such funds as necessary. Checks drawn on each account where Grant funds are maintained need only the signature of the Treasurer, but the Assistant Treasurer and the Foundation Chair may be additional signers on the accounts.

(a)(2) The District shall maintain a Permanent Fund account of Rotary International District 7930 under control of the Board of Trustees (Art. III, Sec. 7). The Treasurer shall establish a separate account for the District Permanent Fund and shall expend such funds as directed by the Permanent Fund Trustees.

(a)(3) Said Permanent Funds shall be expended for any and all District purposes or needs as shall be voted by a majority of said Board of Trustees, except that if by such action the amount of the Permanent Fund falls to a balance below \$20,000.00, such action shall be by the unanimous affirmative vote of the Board of Trustees. Any funds drawn or checks written from the Permanent Fund must be approved in writing by the Trustees of the permanent fund and signed by the Treasurer

(b) The Treasurer shall segregate each year, as soon as practical, a sum from the District Operating Fund for the purpose of providing for the International Convention expense of the District Governor-Elect and the delegate to the Council on Legislation as provided for in these bylaws.

(c) The Treasurer shall send to the Secretary of each Club in the District a per capita dues invoice based on each club's membership on **June 30** and **December 31** of each year. Such invoices shall be mailed on or about the 15th day of July and January. The Treasurer shall report delinquencies to the District Governor.

(d) The Treasurer shall turn over to the Board of Trustees of the Permanent Fund any profits in the District Operating Fund from the prior year by September 30.

(e) The Treasurer shall file with the District Governor, to be published at the District Conference, an interim financial report of receipts and expenditures for each and all funds, separately.

(f) The Treasurer shall provide, in time to be published not later than the November issue of the Governor's monthly newsletter, a complete and final report of all receipts and expenditures for the past Rotary year, for each year and all District funds. The District Governor each year shall provide for and cause to be made a review and examination of all accounts in the custody of said Treasurer of said District funds as soon as practicable after the close of the Rotary year, June 30. The review shall be completed within six months of the close of the Rotary year.

(g) Independent Expense Approval: Signatories on any account established for the reimbursement of District Governor expenses shall be restricted to the District Finance Chair and the District Treasurer. The District Governor shall not be a signatory on their own or any other executive's reimbursement account.

Section 6. Assistant District Treasurer

The Assistant Treasurer shall perform such duties as requested by the District Governor and, in the absence or disability of the Treasurer, perform the duties of the Treasurer and act in his/her stead. The Assistant Treasurer shall work with the District Treasurer to learn the position to follow the District Treasurer.

Section 7. District Trustees

(a) The Board of Trustees of the District Permanent Fund shall have full authority to manage the affairs of the fund; a majority vote being required for all disbursements and all orders for disbursement shall be in writing.

(b) The Trustee serving his/her third year, or the Trustee with the most experience and/or seniority in R.I. District 7930, shall become Chairman of the **District Permanent Fund**. The Trustee serving his/her first year shall carry out the duties of the Secretary.

(c) Meetings of the Board shall be called by the Chairman to consider the requests for funds or other pertinent matters. The Board shall meet at least twice during the fiscal year, preferably

immediately before or immediately after a meeting of the District Council at no expense to the Permanent Trust Fund. The Chairman shall cause an audit of the funds to be made at the end of the fiscal year.

(d) The Secretary of the **District Permanent Fund** shall take minutes at each and every meeting in sufficient detail for ready-reference at any time and shall constitute a permanent record of all deliberations and actions of the Board, chronologically, in a bound volume. The Secretary shall be responsible for the safekeeping of said records, and for all correspondence pertaining to action of the Board.

(e) The Governor of R.I. District 7930 shall attend the meetings of the **Board of Trustees of the Permanent Fund** to make requests, offer advice and pertinent information on matters before the Board. The Governor may request a meeting of the Board anytime upon due notice to all Trustees for good and valid cause.

(f) The Board of Trustees shall give due consideration to any and all requests for funds that are within the scope and limits set by the bylaws of R.I. District 7930, only when such requests are in written form and formally presented.

Section 8. Bylaws

All District Officers and Committee Chairs shall be required to read, become familiar and follow the District Bylaws and the Rotary International Manual of Procedure.

Section 9. All District roles, including officers and committee chairs, are strictly volunteer positions. No officer, chair, or member of a District body shall receive a salary, wages, or personal remuneration for their service to the District.

Section 10. To prevent conflicts of interest and ensure financial integrity, family or household members are prohibited from simultaneously holding positions that share joint financial authority or oversight.

Section 11. All District officers, committee chairs, and volunteers are required to abide by the formal District Code of Conduct and the Youth Protection Policy as mandated by Rotary International.

Section 12. Separation of Powers: No individual shall simultaneously hold multiple District offices or committee chair positions where such dual service creates a conflict of interest or a lack of financial oversight. To maintain separation of duties and ensure proper oversight, Rotarians in the District Governor track (DGE, DGN, and DGND) are prohibited from concurrently serving in positions of financial authority, such as District Treasurer, Finance Chair, Permanent Fund Chair, or District Foundation Chair.

ARTICLE IV: District Funds

Section 1. District Operating Fund

(a) The District Operating fund shall be financed by all clubs in the District by way of a per capita levy (dues) on the members of those clubs. The amount of -such levy shall be presented at the District Assembly by the Finance Chair and District Governor Elect. There needs to be a Quorum of 25% of the clubs to proceed. The budget then needs to be approved by three-fourths of incoming club presidents present, provided that where a president-elect is excused from attending the District Assembly by the incoming governor, the designated representative of the president-elect shall be entitled to vote in the president-elect's place.

(b) The per capita levy is mandatory on all clubs of a District. The Governor shall certify to the Rotary International Board the name of any club that has failed for more than six months to pay such levy. The Board shall suspend the services of RI to the delinquent club while the levy remains unpaid.

(c) Monies received from this source shall be deposited in the name of Rotary International District 7930 by the District Treasurer and shall be in his/her custody. Disbursements from this fund are for use during the current Rotary year as authorized in these bylaws and at the discretion of the District Governor for the furtherance of the program of Rotary in the District.

ARTICLE V: Assistant Governors

(a) The District Governor may appoint Assistant Governors to assist him/her with his/her duties in District 7930. Their duties will be assigned by the District Governor.

(b) An Assistant Governor must have been a member of good standing in a club located in District 7930 for at least 3 years and must have served a full term as a Rotary Club President.

(c) The term of an Assistant Governor shall be one year, renewable by succeeding District Governors.

(d) An Assistant Governor must attend and participate in meetings of assigned Rotary Club Assemblies, the District Assembly, the District Conference, the District Council, in District Training, in PETS meetings and any other meetings that the District Governor may designate.

(e) It is encouraged that each club receive its Assistant Governor as its guest when visiting the club on official district business.

ARTICLE VI: Annual Operating Budget

The District shall be operated on a budget to be arrived at by the Finance Committee Chair and the District Governor Elect. This Committee will meet before the District Assembly. The detailed items of the budget should be more or less flexible to allow for unexpected expenses. This Committee will be concerned with the Operating Fund monies only and should submit a report of its recommendations and findings at the District Assembly for approval by a majority of the Presidents-elect.

ARTICLE VII: District Governance Tiers

(a) Section 1. District Board (Executive Body)

There shall be a legal District Board which shall serve as the executive body of the District and named as "the board" of the organization in all legal documents. The District Board shall consist of the District Governor, the District Governor-Elect, the District Governor-Nominee, the District Governor-Nominee-Designee, the District Secretary, and the District Treasurer.

(b) Section 2. District Council (Advisory Body)

There shall be a District Council which shall serve as the advisory body of the District. The District Council shall consist of all members of the District Board, all Past District Governors of Rotary International District 7930, and other rotarians invited to serve on the District Council by the District Governor.

The duties of the District Council shall be to discuss proposals and matters of District interest and advise the District Board and District Governor thereon. Any action taken by the Council shall be advisory in nature only and shall in no way dilute or abridge the authority of the Governor or the executive functions of the District Board.

(c) Section 3. Meetings of the council shall be called by the District Governor whenever necessary, but at least once in each six-month period of the Rotary year, and shall be at the expense of the District except that no payment shall be made to members of the council for travel expense. Minutes of all District Board and District Council Meetings shall be kept and provided to Rotary International and any Member Club's President by request.

ARTICLE VIII: Convention Attendance

Section 1. District Governor-Elect and District Governor-Nominee (a) The District Governor-elect will be expected to attend the Rotary International Convention during their year as District Governor Elect and will not be reimbursed in any other year, unless approved by the voting members of the District Executive Committee. In order to defray the costs incurred, he/she will be reimbursed from the District Operating Fund in an amount equal to the round-trip economy class airfare or inclusive Rotary endorsed group tour plus necessary reasonable costs to attend and participate in the conference, including accommodation,

transportation, and meals. The maximum reimbursement per day will be determined in advance by vote of the district board and may vary depending on convention location. In the event that the District Governor-elect's spouse or significant other accompanies him/her to the convention, the District shall reimburse him/her for her/his economy class airfare or inclusive Rotary endorsed group tour plus conference registration and an amount equal to one-half of the per diem expense allowance to the District Governor-elect for convention attendance.

(b) A District Governor nominee will not be expected to attend the International Assembly or Convention. If he/she chooses to attend for personal education or enjoyment, such expenses will not be paid for by the District unless budgeted and agreed prior.

Section 2. District Representative to Council on Legislation

(a) The District shall be represented by a Representative at the R.I. Council on Legislation. The Representative shall be reimbursed for his/her own and in the event that his/her spouse chooses to accompany him/her, her/his transportation and expenses in the same manner as the District Governor nominee taking into account any payments or allowances made by Rotary International to the Representatives.

ARTICLE IX: District Records

There shall be a central repository for all permanent District records not currently in use. District records shall include among other things, the annual reports of the District Officers, the minutes of the District Council, Trustees, and annual business meetings, District assemblies and conferences, summaries of conclaves, and the official correspondence of the District Governor, treasurer and secretary. It shall be the responsibility of the District Secretary to see that the district records are stored in an adequate repository, at little or no cost to the district.

ARTICLE X: District Meetings

Section 1. Credentials Committee

(a) There shall be a Credentials Committee appointed by the District Governor to serve for one year, composed of three (3) Rotarians, in good standing, from any three (3) clubs in good standing (within the District), who shall serve until their successors are qualified.

(b) The Credentials Committee shall determine the qualifications of electors at the District Conference or other District meetings, for the election of District Governor nominee, the District Governor Designee and/or Representative to the Council on Legislation of Rotary International and member of the Rotary International Director nominating committee. Electors from clubs, which are more than twelve (12) months in arrears in District or Rotary International per capita dues, shall not be permitted to vote.

Section 2. Conference Voting

Every member in good standing of a club in the District present at the District Conference shall be entitled to vote on all matters submitted to a vote at such conference, election of the club representative and alternate representative of the District to the Council on Legislation and decisions as to the amount of the per capita levy. Any elector shall have the right to demand a poll on any matter presented to the conference. In such cases, voting shall be restricted to electors.

Section 3. Quorum

A quorum shall consist of 25% total number of electors. Absent electors may be represented by proxy when certified by the president and secretary of their respective clubs.

Section 4. Balloting Committee

There shall be a Balloting Committee of three Rotarians in District 7930, appointed for 1 year by the District Governor, to count the ballots of any election, and report the results to the District Governor. (R.I. Bylaw 12.050.2).

Section 5. District Conference Report

The District Governor or acting conference chair, along with the district secretary, shall prepare and execute a written report of the conference proceedings within 30 days of adjournment. A copy will be sent to the secretary of each club in District 7930. (R.I. Bylaw 15.040.5)

Section 6. The Presidents-elect Training Seminar (PETS) and District Assembly

For a better understanding of the duties and responsibilities of club president, the president-elect of each club shall attend the PETS and the district assembly unless excused by the District Governor-elect. If so excused, the president-elect shall send a designated representative from the club whose duty it will be to report back to the president-elect. It is recommended that the club pay the expenses of the participants.

ARTICLE XI: District Foundation Chair

Section 1. There shall be a District Foundation Chair who shall be appointed by a committee consisting of the District Governor-Elect, District Governor Nominee and District Governor Nominee Designee for a three-year term, subject to removal for cause. Any removal for cause must have the Foundation Trustee chair's prior approval. The district governor-elect shall be responsible for appointing committee members to fill vacancies on the Foundation Committee.

ARTICLE XII: Memorial Service

A District Memorial Service shall be part of the Annual Business Meeting.

ARTICLE XIII: Amendments

These Bylaws may be amended only by affirmative vote of two-thirds (2/3) at a District Conference, only after due notice of proposed amendments to be given by publishing same in the District Governor's monthly newsletter or supplement at least 30 days prior to the opening of the conference. Voting shall be in accordance with Article X, Section 2. Any and all actions not conforming to these bylaws are automatically null and void, and are to be followed by immediate corrective action. All articles in these Bylaws shall be in accordance with Rotary International rules and regulations as delineated in the Manual of Procedure, Code of Policies and The Foundation Trustee Code of Policy.

ARTICLE XIV: Remote Meetings and Electronic Voting

Section 1. Authorization

All District committees, boards, and councils are authorized to conduct meetings through the use of remote communication platforms (including but not limited to video or telephone conferencing) that permit all participants to communicate with each other simultaneously. Participation in a meeting via such remote means shall constitute presence in person at the meeting.

Section 2. Digital Voting

Voting on all District matters, including elections, budget approvals, and committee actions, may be conducted via digital or electronic means as authorized by the District Governor or the respective body's presiding officer. Digital or electronic votes shall have the same force and effect as votes cast in person.

ARTICLE XV: Conflict of Interest

Section 1. Conflict of Interest Declaration: All District officers and committee chairs are mandated to submit an annual written declaration identifying any potential conflicts of interest. These declarations shall be filed with the District Secretary and reviewed by the District Board.

Section 2. The District is prohibited from entering into contracts or business arrangements of value in excess of \$2,500 with any entity owned or controlled by a District officer unless a formal competitive bidding process is conducted. Furthermore, any such contract must be approved by a two-thirds (2/3) majority vote of the District Board.

Section 3. The District shall maintain and annually publish a procurement policy for large purchases or contractual agreements.