

**BYLAWS
OF
ROTARY INTERNATIONAL DISTRICT 6690**

Adopted by District Membership 05-15-2010

ARTICLE ONE
GENERAL

- 1.01 Structure.** The district will be structured in compliance with the bylaws of Rotary International, and the district shall have no bylaws or regulations which are contrary to or infringe on those of Rotary International, including the Rotary International constitution, bylaws and policies including the most recent Manual of Procedure. Where any provision is not in conformity, then the terms of the RI constitution, bylaws or policies shall prevail
- 1.02 Roberts' Rules of Order.** The edition of *Robert's Rules of Order, Newly Revised* that is then currently sanctioned by the Roberts' Rules Association governs this organization in all parliamentary situations that are not provided for in the law, these Bylaws, or adopted rules.
- 1.03 Fiscal Year.** The fiscal year shall be from July 1 through June 30.
- 1.04 Principal Office.** The principal office of the district shall be the business office address of the district.
- 1.05 President Elect Training Seminar (PETS)** The district will participate in the All-Ohio PETS training seminar.
- 1.06 Meeting Attendance.** 1) All club presidents-elect are required to attend the pre-PETS, All Ohio PETS and the district assembly unless they are excused by the district governor-elect. 2) All members of district leadership (elected or appointed) including assistant governors are encouraged to attend the district leadership training seminar, district assembly, district conference, pre-PETS and All-Ohio PETS meetings.

ARTICLE TWO
MEMBERS, DUES, AND ANNUAL MEETING OF THE MEMBERSHIP

- 2.01 Clubs.** The clubs of the district (herein "clubs") shall be comprised of and limited to all Rotary clubs designated to be in Rotary District 6690 pursuant to the Bylaws of RI. The addition or removal of a club or clubs from District 6690 pursuant to RI Bylaws shall immediately and automatically result in a corresponding change in the membership.
- 2.02 Dues.** As outlined in the current RI Manual of Procedure each club shall pay annual per capita dues to the district at the rate established at the scheduled date immediately before the year in which the dues are payable. The membership on which the per capita dues are based shall be the membership number on July 1. Dues shall be due and payable 30 days after the billing statement is mailed or electronically mailed to the club.
- 2.02.01** The budget and finance committee will establish a budget for the forthcoming Rotary year. Any change proposed in the per capita dues rate must first be approved by the district budget and finance committee. The committee's recommendation for the budget and dues will be forwarded in writing to the club president-elect of each Rotary club, 30 days or more in advance of the scheduled vote date.

2.02.02 The annual rate of district per capita dues shall be established annually by vote as provided for in the current RI Manual of Procedure.

2.03 Annual Meeting. The annual meeting of the district is the formal business meeting of the district. It shall be held during the last half of the district's fiscal year. The district governor shall establish the time and place for the annual meeting. The district governor shall send to the clubs written or electronic notice of the time and place of the annual meeting at least 90 days prior. All resolutions to be submitted to the annual meeting shall be originated by any club of the district or by any district officer or district committee chair. All resolutions shall be approved by the district council for recommendation to the annual meeting. Subject to the restrictions set forth in Section 2.04, the business that may be conducted at the annual meeting shall include all business necessary to manage the affairs of the district in accordance with the policies of Rotary International

2.03.01 The date of the annual meeting would normally coincide with the district conference or the date best suited for optimal voter attendance.

2.04 Voting at Annual Meeting. Voting at the annual meeting shall follow the district conference voting procedures as outlined in the current RI Manual of Procedure.

2.05 Special Meetings. The district governor may call a special meeting of the clubs. The district governor shall send written or electronic notice of the time and place of any special meeting at least 30 days, but not more than 60 days, before the date of such special meeting.

ARTICLE THREE **OFFICERS**

3.01 Eligibility. Only active member Rotarians who are members of clubs in district 6690 shall be eligible to serve as district officers. The officers of the district shall be a district governor, a district governor-elect, a district governor-nominee, a district governor-nominee designate, a district secretary and a district treasurer.

ARTICLE FOUR **DISTRICT POSITIONS AND DUTIES**

4.01 District Governor. The district governor shall serve as the president and chief executive officer of the district. The district governor shall perform the customary duties of a president and/or a chief executive officer of a corporation and those assigned by the bylaws and policies of RI and by these bylaws. The district governor shall serve as a member of all district committees. The district governor shall be elected for a one-year term in the manner set forth by the bylaws and policies of RI, by these Bylaws, and the District Policies and Procedures Manual.

4.01.01 The district governor shall provide the district council with a review of the district at or about the sixth-month point of the governor's term of service.

4.01.02 The district governor shall convene a district conference as set forth by the Bylaws and Policies of RI, and as an opportunity for fellowship throughout district 6690.

4.01.03 The district governor may hire on behalf of the district one or more persons to perform such administrative duties as the governor deems appropriate. The district governor may cause the district to incorporate compensation for said position through the approved annual budget. The District Council shall issue and maintain a current position description for the job.

- 4.02 District Governor-elect.** The district governor-elect shall serve as an *ex-officio* member of all district committees *except* the nominating committee for the district governor-nominee designate. The district governor may assign other responsibilities to the district governor-elect, in addition to those set forth in the bylaws and policies of RI, these Bylaws, and the District Policies and Procedure Manual, as are consistent with said documents.
- 4.02.01** The district governor-elect shall convene with the district trainer a district 6690 assembly. The purpose of the assembly shall be; 1) To provide a forum for discussion, change and approval by incoming club presidents of the district 6690 proposed budget,. 2) To provide an opportunity for incoming club officers and directors to become informed of the district governor-elect's program priorities. 3) To provide focused training of incoming club officers, directors and chairpersons in the disciplines of their positions/offices. 4) To provide the opportunity for informal exchanges among counterparts in the clubs of the district, as a means of improving the direction of all clubs.
- 4.02.02** The district governor-elect shall arrange a pre-president elect training seminar, to be held following the International Assembly, for all incoming club presidents to receive instruction and information on administering the affairs of their club and other topic deemed appropriate.
- 4.02.03** The district governor-elect shall appoint a district leadership development trainer to facilitate the district governor-elect's training obligations.
- 4.02.04** The district governor-elect shall provide the district council with a preview of plans, goals, and objectives of the district governor-elect's term of service as governor.
- 4.03 District Governor-nominee.** The district governor may assign other such responsibilities to the district governor-nominee, in addition to those set forth in the bylaws and policies of RI, these Bylaws, and the District Policies and Procedures Manual, as are consistent with said documents.
- 4.04 District Governor-nominee designate** The minimum qualifications for serving as a district governor-nominee designate include membership in a club in the district for at least three years and one year of service as a club president. It is also recommended, but not required, that the person shall have served as an assistant governor or shall have served as the chairperson of a high level district committee. The district governor-nominee designate shall be appointed for a six-month term in the manner set forth by the bylaws and policies of RI, these Bylaws, and the District Policies and Procedures Manual. The district governor may assign other responsibilities to the district governor-nominee designate, in addition to those set forth in the bylaws and policies of RI, these Bylaws, and the District Policies and Procedures Manual, as are consistent with said documents.
- 4.05 District Treasurer.** The district governor shall appoint the district treasurer who will serve until succeeded and at the pleasure of the district governor. The total service of any district treasurer should not exceed five years. It is intended that this office provide continuity of systems and procedures from one district administration to the next. The responsibilities of the district treasurer shall include but are not limited to; serving as ex-officio member of the district budget and finance committee, depositing district funds into approved bank accounts which shall be maintained solely in the name of the district; subject to such procedures as established by the district bylaws, disburse payments of district liabilities and payables, keep accurate records of all financial transactions of the district, reporting of the same to the district governor, district financial review committee, and other officers of the district, advising the district governor and other officers of best practices relative to district financial matters, assisting in preparation of district budgets, and such other duties as are set forth in the RI Manual of Procedure, and as assigned by the district governor from time to time.

- 4.05.01 Bond.** The district treasurer shall be bonded. The district governor shall determine the amount of the bond. The district shall pay the cost of the bond.
 - 4.05.02 Funds.** The income and activity of district 6690 will be administered and accounted for within a district fund know as: “The District 6690 Fund”
 - 4.05.03 Reports.** The district treasurer shall provide a current status report of the district fund to be forwarded to the members of the district council and the district budget and finance committee not less than quarterly.
- 4.06 District Secretary.** The district governor shall appoint the district secretary who shall be the official record keeper of district 6690. The district secretary shall serve until succeeded and at the pleasure of the district governor. The total service of any district secretary should not exceed of five years. It is intended that this office provide continuity of systems and procedures from one district administration to the next. The responsibilities of the office of secretary shall include assisting the district governor with the administrative affairs of the district, keeping and publishing minutes of all official district meetings, compiling and publishing district attendance reports, assisting in the preparation of the district directory and governor’s newsletter, assisting in the planning of district-wide activities, managing all registration for principal district-wide activities, maintaining district membership files, facilitating communication between district officers, committees and clubs, and fulfilling whatever responsibilities that may be assigned by the district governor.
- 4.06.01** The offices of district secretary and district treasurer can be staffed by the same person.
 - 4.06.02** The district governor may cause the district to provide compensation to the position of district secretary and/or treasurer through the approved annual budget.
- 4.07 Assistant Governor.** The district governor shall appoint a sufficient number of assistant governors to serve at the district level and to have the responsibility of assisting the governor with the administration of their assigned clubs as outline in the RI Manual of Procedure.

ARTICLE FIVE
DISTRICT COMMITTEES

- 5.01 General.** District committees are established to support the development and growth of effective Rotary clubs in the district. The district committees help the clubs set annual goals which address the Club and/or District Leadership Plan and each of the Four Avenues of Service. Other standing and ad hoc committees may be established as determined to support the clubs and the administration of the district.
- 5.01.01 Appointment of Chairpersons.** The district governor-elect shall appoint the chairperson of the district committees and subcommittees *except for* those committees which specify a different method. The district governor-elect is encouraged to make these appointments before the district leadership training seminar that precedes his or her term as district governor. Whenever possible, chairpersons should be asked to serve for at least two years subject to the right of the next district governor-elect to choose a different chairperson. In addition the district governor-elect is encouraged when practical to reappoint chairpersons who have only completed one year in that position.
 - 5.01.02 Committee Structure.** Committee structure including membership qualification, mix, term limits and chairperson appointments will be developed by the district council. The district governor-elect or the chairperson of a committee shall appoint the new members to the committee *except for* those committees which require a different method.
 - 5.01.03 Quorum.** A quorum shall consist of more than one-third of the committee members.

- 5.01.04 Committee Budget.** All committees should submit a budget request to the budget and finance committee by January 1st to be considered for the next year's district budget.
 - 5.01.05 Committee Expenses.** Reasonable administrative expenses incurred by committees and subcommittees in completing their prescribed duties or assignments are reimbursable from district funds when the expenses are included in the budget and are substantiated.
 - 5.01.06 Ad hoc Committees.** The district governor may establish ad hoc committees as needed to complete the governor's agenda. The district governor shall appoint its chairperson and members of such committees and define those committees' scope, duties, duration, and budget, if any. Ad hoc committees will cease to exist with the term of the district governor, but may be continued by the district governor's successor.
 - 5.01.07 Ex-officio Members of Committees.** *Ex-officio* members of committees shall have all the rights of committee members, *except* the right to vote unless specifically stated otherwise. *Ex-officio* committee members shall not count toward any required quorum.
- 5.02 Standing Committees.** The district shall have the following committees to address on-going district functions as outlined in the various RI constitutional documents and policies. The committees so designated are:
- 5.02.01 Training Committee**
 - 5.02.02 Assistant Governors**
 - 5.02.03 Past District Governors Council.**
 - 5.02.04 Membership Committee**
 - 5.02.05 Public Relations Committee**
 - 5.02.06 Strategic Planning Committee**
 - 5.02.07 Council on Legislation Committee**
 - 5.02.08 The Rotary Foundation Committee**
 - 5.02.08.01 TRF Annual Giving Subcommittee**
 - 5.02.08.02 TRF Permanent Fund Subcommittee**
 - 5.02.08.03 PolioPlus Subcommittee**
 - 5.02.08.04 TRF Scholarships Committee**
 - 5.02.08.05 Grants Subcommittee**
 - 5.02.08.06 Group Study Exchange Subcommittee**
 - 5.02.09 Budget and Finance Committee.**
 - 5.02.10 Financial Review Committee.**
 - 5.02.11 District Nominating Committee.**
 - 5.02.12 District Conference Committee.**
 - 5.02.13 District Donor Advised Fund Committee.**

5.03 District Program Committees. The district shall have RI program committees which are responsible for promotion and administration of RI programs at the district level and provide specific support and guidance to the clubs involved with the particular programs . The committees so designated are:

5.03.01 New Generations Committee

5.03.01.01 Interact Subcommittee

5.03.01.02 Rotaract Subcommittee

5.03.01.03 RYLA Subcommittee

5.03.01.04 Youth Exchange Subcommittee

5.03.02 International Service Committee

5.03.03 Community Service Committee

5.03.04 Vocational Service Committee

5.03.05 Club Service Committee

ARTICLE SIX
DISTRICT COUNCIL

6.01 Composition. The district council is composed of the district governor, district governor-elect, district governor-nominee and district governor-nominee designate, immediate past district governor, district secretary, district treasurer, district trainer and district governor designated representative for the assistant governors and following district committees; council of past district governors, The Rotary Foundation, membership, strategic planning, public relations, New Generations, Club Service, Vocational Service, Community Service, and International Service.

6.01.01 The district governor may appoint additional members as necessary for their term as governor.

6.02 Responsibilities. The purpose of the district council is to act as an advisory body to assist and support the governor in managing and administering the affairs of district 6690 and to improve the district's ability to support clubs and club leaders. All meetings of the district council shall function under *Robert's Rules of Order Newly Revised*.

6.02.01 The district council shall review the District Strategic Plan annually and recommend modifications to and/or implementation of sections of the plan as necessary and appropriate; assist the governor in determining goals, objectives, recognition and awards for the Rotary year; help assure that annual goals and objectives are fully realized; assist in identifying and recruiting current and future leaders; and shall perform other functions as may be determined from year to year.

6.02.02 The authority and responsibility of the district governor shall in no way be impaired or impeded by the advice or actions of the district council.

6.02.03 The district council shall meet at least quarterly at a time and place determined by the district governor. The district governor elect shall set six months prior to their year commencing, the quarterly meeting dates for the district council. Other meetings may be held as called by the district governor and information may be requested and/or exchanged by mail, telephone, fax and/or other electronic means as necessary.

ARTICLE SEVEN
INSURANCE PROGRAM

7.01 Program. Rotary International through its U.S. Rotary Club & District Liability Insurance Program (“Program”) provides General Liability insurance plus Directors & Officers Liability insurance and Employment Practices Liability insurance for all U.S. Rotary clubs and districts. As outlined in the RI Manual of Procedure, this insurance is mandatory and provided through RI. Each club is assessed an amount sufficient to fund the insurance coverage and related administrative expenses. Additionally clubs are urged to obtain the advice of legal counsel and insurance counsel on the need for protection against liability resulting from club actions, projects and/or activities. Protection may be through incorporation of the club (or its activities) and/or the purchase of additional insurance coverage as deemed appropriate. It is advisable that a club check on their insurance coverage through Rotary International when planning activities, as certain events may require additional coverage by the club. This should be requested at least 60 days in advance of the event.

ARTICLE EIGHT
AMENDMENTS

8.01 Amendment Process. These Bylaws may be amended as follows:

8.01.01 At the Annual Meeting. These Bylaws may be amended at the annual meeting by a majority vote of those present and voting *provided that* no amendment shall be considered unless it has been submitted in writing to the district governor at least 60 days before the annual meeting, and provided further that the district governor shall have given notice of such proposed amendment to all clubs at least 30 days before the annual meeting.

8.01.02 Who May Propose An Amendment to the Bylaws. Only the district governor and clubs may propose an amendment to these Bylaws. When a club proposes an amendment or change, the matter must have been submitted by the club’s board of directors to its membership for adoption. It then will be forwarded to the district secretary with a letter signed by the club’s president and secretary certifying that it has been adopted by the club.

8.02 Effective Date. Amendments to the Bylaws shall be effective on July 1 following the annual meeting at which they were adopted, unless otherwise specifically stated in such amendment.

8.03 Amendment Limitation. Unless Ohio or federal law requires it to do so, the district may not adopt any amendment to these Bylaws that conflicts with the Constitution, Bylaws, or policies of Rotary International.