

Constitution of the Rotary Club of Sterling, Kansas USA

Article 1 Definitions

1. Board: The Board of Directors of this club.
2. Bylaws: The bylaws of this club.
3. Director: A director on this club's Board.
4. Member: A member, other than an honorary member, of this club.
5. RI: Rotary International.
6. In Writing: A communication capable of documentation, regardless of the method of transmission.
7. Year: The twelve-month period beginning 1 July.

Article 2 Name

This organization shall be the Rotary Club of Sterling, Kansas, USA
(Member of Rotary International).

Article 3 Purposes

The purposes of this club are to:

- (a) pursue the Object of Rotary;
- (b) carry out successful service projects based on the five Avenues of Service;
- (c) contribute to the advancement of Rotary by strengthening membership;
- (d) support The Rotary Foundation; and
- (e) develop leaders beyond the club level.

Article 4 Locality of the Club

The locality of this club is: Sterling, Kansas USA

Article 5 Object

The Object of Rotary is to encourage and foster the ideal of service as a basis of worthy enterprise and, in particular, to encourage and foster:

First. The development of acquaintance as an opportunity for service;

Second. High ethical standards in business and professions, the recognition of the worthiness of all useful occupations, and the dignifying of each Rotarian's occupation as an opportunity to serve society;

Third. The application of the ideal of service in each Rotarian's personal, business, and community life;

Fourth. The advancement of international understanding, goodwill, and peace through a world fellowship of business and professional persons united in the ideal of service.

Article 6 Five Avenues of Service

Rotary's five Avenues of Service are the philosophical and practical framework for the work of this Rotary club.

1. Club Service, the first Avenue of Service, involves action a member should take within this club to help it function successfully.
2. Vocational Service, the second Avenue of Service, has the purpose of promoting high ethical standards in businesses and professions, recognizing the worthiness of all

dignified occupations, and fostering the ideal of service in the pursuit of all vocations. The role of members includes conducting themselves and their businesses in accordance with Rotary's principles and lending their vocational skills to club-developed projects in order to address the issues and needs of society.

3. Community Service, the third Avenue of Service, comprises varied efforts that members make, sometimes in conjunction with others, to improve the quality of life of those who live within this club's locality or municipality.

4. International Service, the fourth Avenue of Service, comprises those activities that members do to advance international understanding, goodwill, and peace by fostering acquaintance with people of other countries, their cultures, customs, accomplishments, aspirations, and problems, through reading and correspondence and through cooperation in all club activities and projects designed to help people in other lands.

5. Youth Service, the fifth Avenue of Service, recognizes the positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects, and exchange programs that enrich and foster world peace and cultural understanding.

Article 7 Meetings

Section 1 — *Regular Meetings.*

(a) *Day and Time.* This club shall hold a regular weekly meeting on the day and time set in the bylaws.

(b) *Change of Meeting.* For good cause, the board may change a regular meeting to any day between the preceding and following regular meetings, to a different time of the regular day, or to a different place.

(c) *Cancellation.* The board may cancel a regular meeting for these reasons:

- (1) a holiday, or during a week that includes a holiday;
- (2) in observance of the death of a member;
- (3) an epidemic or a disaster that affects the whole community; or
- (4) an armed conflict in the community.

The board may cancel up to four regular meetings a year for causes not listed here but may not cancel more than three consecutive meetings.

Section 2 — *Annual Meeting.*

An annual meeting to elect officers and present a mid-year report, including current year income and expenses, together with a financial report on the previous year, shall be held before 31 December, as provided in the bylaws.

Article 8 Membership

Section 1 — *General Qualifications.* This club shall be composed of adult persons who demonstrate good character, integrity, and leadership; possess a good reputation within their business, profession, and/or community; and are willing to serve in their community and/or around the world.

Section 2 — *Types.* This club shall have two types of membership, active and honorary.

Section 3 — *Active Members.* A person who possesses the qualifications in article 5, section 2 of the RI constitution may be elected as an active club member.

Section 4 — *Honorary Membership.* This club may elect honorary members for terms set by the board, who shall:

- (a) be exempt from paying dues;

- (b) not vote;
- (c) not hold any club office;
- (d) not hold classifications; and
- (e) be entitled to attend all meetings and enjoy all other privileges in the club but have no rights or privileges in any other club, except to visit without being a Rotarian's guest.

Article 10 Attendance

Section 1 — General Provisions. Each member should attend this club's regular meetings, and engage in this club's service projects, events, and other activities.

Section 2 — Excused Absences. A member's absence shall be excused if the board approves it for reasons, conditions, and circumstances it considers good and sufficient.

Article 11 Directors and Officers and Committees

Section 1 — Governing Body. The governing body of this club is the board, as provided in the bylaws.

Section 2 — Authority. The board has general control over all officers and committees and, for good cause, may declare any office vacant.

Section 3 — Board Action Final. In all club matters, the decision of the board is final, subject only to an appeal to the club. However, when the board decides to terminate membership, the member, may appeal to the club, request mediation, or request arbitration. An appeal to reverse a board decision requires a two-thirds vote of the members present at a regular meeting specified by the board, provided that a quorum is present and the secretary has given notice of the appeal to each member at least five days before the meeting. The club's action on an appeal is final.

Section 4 — Officers. The club officers shall be a president, the immediate past president, a president-elect, a secretary, and a treasurer and may also include one or more vice-presidents, all of whom shall be members of the board.

Section 5 — Election of Officers.

(a) *Terms of Officers other than President.* Each officer shall be elected as provided in the bylaws. Except for the president, each officer takes office on 1 July immediately following the election and serves for the term of office or until a successor is elected and qualified.

(b) *Term of President.* A president-nominee shall be elected as provided in the bylaws. The nominee becomes president-elect on 1 July in the year before taking office as president. The president takes office on 1 July and serves a period of one year. When a successor is not elected, the current president's term is extended for up to one year.

(c) *Qualifications of President.* A candidate for president must be a member of this club. The president-elect shall attend the presidents-elect training seminar and the training assembly unless excused by the governor-elect.

Article 12 Dues

Every member shall pay quarterly dues as prescribed in the bylaws.

Article 13 Duration of Membership

Section 1 — Period. Membership shall continue during the existence of this club unless terminated as provided below.

Section 2 — Automatic Termination.

(a) *Exceptions.* Membership shall automatically terminate when a member no longer meets the membership qualifications.

Section 3 — Termination Non-payment of Dues.

(a) *Process.* Any member who fails to pay dues within 30 days after they are due shall be notified in writing by the secretary. If the dues are not paid within 10 days after the notification, the board may terminate membership, at its discretion.

(b) *Reinstatement.* The board may reinstate the former member to membership if the former member requests and pays all debts to this club.

Section 4 — Termination Non-attendance.

(a) *Attendance Percentages.* A member must:

(1) attend or make up at least 25 percent of regular club meetings or engage in club projects, events, and other activities unless the board consents to the non-attendance for good cause.

(b) *Consecutive Absences.* Non-attendance may be considered a request to terminate membership in this club if a member fails to attend or make up twelve consecutive regular meetings unless otherwise excused by the board for good and sufficient reason. After the board notifies the member, the board, by a majority vote, may terminate the member's membership.

Section 5 — Termination — Other Causes.

(a) *Good Cause.* The board may terminate the membership of any member who ceases to have the qualifications for club membership or for any good cause by a vote of at least two-thirds of the board members present and voting, at a meeting called for that purpose. The guiding principles for this meeting shall be The Four-Way Test; and the high ethical standards of a Rotarian.

(b) *Notice.* Before the board acts under subsection (a) of this section, the member shall be given at least 10 days' written notice and an opportunity to respond in writing to the board. Notice shall be delivered in person or by registered letter to the member's last known address. The member has the right to appear before the board to state his or her case.

Section 6 — Right to Appeal, Mediate or Arbitrate Termination.

(a) *Notice.* Within seven days after the board's decision to terminate or suspend membership, the secretary shall notify the member in writing. Within 14 days after the notice, the member may give written notice to the secretary of an appeal to the club or a request for mediation or arbitration. The procedure for mediation or arbitration as provided in article 17.

(b) *Appeal.* In the event of an appeal, the board shall set a date for the hearing at a regular club meeting held within 21 days after receipt of the notice of appeal. At least five days' written notice of the meeting and its special business shall be given to every member. Only members shall be present when the appeal is heard. The action of the club is final and binding on all parties and shall not be subject to arbitration.

Section 7 — Board Action Final. Board action shall be final if no appeal to this club is taken and no arbitration is requested.

Section 8 — Resignation. A member's resignation from this club shall be in writing, addressed to the president or secretary. The board shall accept the resignation unless the member owes debt to this club.

Section 9 — Forfeiture of Property Interest. Any person whose club membership is terminated in any manner shall forfeit all interest in any funds or other property of this

club if, under local laws, the member acquired any right to them upon joining the club.
Section 10 — Temporary Suspension. Notwithstanding any provision of this constitution, if in the opinion of the board

(a) credible accusations are made that a member has refused or neglected to comply with this constitution, or is guilty of conduct unbecoming a member or harmful to the club; and

(b) those accusations, if proved, constitute good cause for terminating the membership of the member; and

(c) no action should be taken on the membership of the member, pending the outcome of a matter or an event that the board believes should properly occur first; and

(d) it is in the best interests of the club to temporarily suspend the member without a vote on the member's membership and to exclude the member from attendance at meetings and other club activities and from any club office or position; the board may, by at least a two-thirds vote, temporarily suspend the member for a reasonable period up to 90 days and with any other conditions the board sets. A suspended member may appeal the suspension or may request mediation or arbitration as provided in section 6 of this article. During the suspension, the member shall be excused from attendance requirements. Before the suspension ends, the board must either move to terminate the suspended Rotarian or reinstate the Rotarian to full regular status.

Article 16 Acceptance of Object and Compliance with Constitution and Bylaws

By paying dues, a member accepts the principles of Rotary expressed in its object and agrees to comply with and be bound by the club constitution and bylaws. On these conditions alone is a member entitled to the privileges of this club. Each member shall be subject to the terms of the club constitution and bylaws whether or not the member has received copies of them.

Article 17 Arbitration and Mediation

Section 1 — Disputes. Any dispute between any current or former member(s) and this club, any club officer, or the board, except a decision of the board, shall, upon a request to the secretary by any disputant, be resolved by either mediation or arbitration.

Section 2 — Date for Mediation or Arbitration. Within 21 days after receipt of the request, the board shall, in consultation with the disputants, set a date for the mediation or arbitration.

Section 3 — Mediation. The procedure for mediation shall be

(a) recognized by an appropriate authority with national or state jurisdiction, or

(b) recommended by a competent professional body whose recognized expertise covers alternative dispute resolution, or

(c) recommended in documented guidelines determined by the RI Board or TRF Trustees. Only Rotarians may be mediators. The club may ask the governor or the governor's representative to appoint a mediator with appropriate mediation skills and experience.

(a) *Mediation Outcomes.* The outcomes or decisions agreed to by the disputants after mediation shall be recorded and copies given to each party, the mediator or mediators, and the board. A summary statement acceptable to the parties shall be prepared for the information of the club. Any disputant, through the president or secretary, may call for further mediation if a party has retracted significantly from the mediated position.

(b) *Unsuccessful Mediation*. If mediation is requested but is unsuccessful, any disputant may request arbitration, as provided in section 1 of this article.

Section 4 — Arbitration. In the event of a request for arbitration, each disputant shall appoint a Rotarian as an arbitrator and the arbitrators shall appoint a Rotarian as an umpire.

Section 5 — Decision of Arbitrators or Umpire. The decision reached by the arbitrators or, if they disagree, by the umpire shall be final and binding on all parties and not be subject to appeal.

Article 18 Bylaws

This club shall adopt bylaws that are consistent with the RI constitution and bylaws. The bylaws may be amended as they provide.

Article 19 Amendments

Manner of Amending. This constitution may be amended only by a majority vote of the members at the annual meeting in December.

Approval

This constitution was adopted by unanimous vote of the members on February 3, 2020.

Any previous constitution is hereby revoked.