
* Constitution of the Rotary Club of

UNOFFICIAL DRAFT OF CHANGES PASSED BY 2013 COUNCIL ON LEGISLATION

This version of the Standard Rotary Club Constitution is an UNOFFICIAL EDIT based on the unofficial results of the Council on Legislation as recorded by Rotary District 6950 Delegate, PDG Tim Schuler. These changes are to take effect July 1, 2013, and the official version will be published by Rotary International. Official Changes will be noted on the RI Website or the new Manual of Procedure (2013). Clubs are encouraged, however, to begin the process of amending their Club Constitutional Documents based on these notations.

The MOP page references are to the 2010 MOP, and other than the first page, may not be accurate

Article 1 Definitions

As used in this constitution, unless the context otherwise clearly requires, the words in this article shall have the following meanings:

1. Board: The Board of Directors of this club.
2. Bylaws: The bylaws of this club.
3. Director: A member of this club's Board of Directors.
4. Member: A member, other than an honorary member, of this club.
5. RI: Rotary International.
6. **Satellite Club: A potential club whose members shall also be members of this club**
7. Year: The twelve-month period which begins on 1 July.

Article 2 Name (select one)

- The name of this organization shall be Rotary Club of _____
(Member of Rotary International) or
- The name of this organization shall be Rotary E-Club of _____
(Member of Rotary International)

- The name of a satellite of this club shall be the Rotary Satellite Club of _____
(Member of Rotary International)**

Article 3 Locality of the Club (select one)

- The locality of this club is as follows: _____

or

- The locality of this e-club is (worldwide)_____and can be found on the Worldwide Web
at: www. _____

Article 4 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;

* The bylaws of Rotary International provide that each club admitted to membership in RI shall adopt this prescribed standard club constitution

1 □ **Article 6 Meetings (for e-Clubs)**

2 **Section 1 – Regular Meetings.**

- 3 (a) *Day.* This club shall hold a regular meeting once each week by posting an interactive activity on the club’s
4 Web site on the day provided in the bylaws. The meeting shall be considered as held on the day that the
5 interactive activity is to be posted on the Web site.
- 6 (b) *Change of Meeting.* For good cause, the board may change a regular meeting to any day during the period
7 commencing with the day following the preceding regular meeting and ending with the day preceding the
8 next regular meeting.
- 9 (c) *Cancellation.* The board may cancel a regular meeting if it falls on a legal holiday, including a commonly
10 recognized holiday, or in case of the death of a club member, or of an epidemic or of a disaster affecting the
11 whole community, or of an armed conflict in the community which endangers the lives of the club
12 members. The board may cancel not more than four regular meetings in a year for causes not otherwise
13 specified herein provided that this club does not fail to meet for more than three consecutive meetings.

14 **Section 2 – Annual Meeting.** An annual meeting for the election of officers shall be held not later than 31
15 December as provided in the bylaws.

17
18 **Article 7 Membership**

19
20 **Section 1 – General Qualifications.** This club shall be composed of adult persons of good character and good
21 business, professional and/or community reputation.

22
23 **Section 2 – Kinds.** This club shall have two kinds of membership, namely: active and honorary.

24
25 **Section 3 – Active Membership.** A person possessing the qualifications set forth in article 5, section 2 of the RI
26 constitution may be elected to active member- ship in this club.

27
28 **Section 4 – Transferring or Former Rotarian.**

- 29 (a) *Potential Members.* A member may propose to active membership a transferring member or former member
30 of a club, ~~if the proposed member is terminating or has terminated such membership in the former club due~~
31 ~~to no longer being engaged in the formerly assigned classification of business or profession within the~~
32 ~~locality of the former club or the surrounding area.~~ The transferring or former member of a club being
33 proposed to active membership under this section may also be proposed by the former club. The
34 classification of a transferring or former member of a club shall not preclude election to active membership
35 even if the election results in club membership temporarily exceeding the classification limits. Potential
36 members of this club who are current or former members of another club who have debts to the other club
37 are ineligible for membership in this club. This club may demand that a potential member present written
38 proof that no money is owed to the other club. The admission of a transferring or former Rotarian as an
39 active member pursuant to this section shall be contingent upon receiving a certificate from the board of the
40 previous club confirming the prospective member’s prior membership in that club. The transferring or
41 former members changing club should be asked to bring a letter of recommendation from their previous club.
- 42 (b) *Current or Former Members.* This club shall provide a statement whether money is owed to this club when
43 requested by another club with respect to a current or former member of this club being considered for
44 membership in the other club. If such a statement is not provided within 30 days of being requested, it shall
45 be assumed that the concerned member does not owe any money to this club.

46
47 **Section 5 – Satellite Club Membership.** Members of a satellite club shall also be members of the sponsor club until
48 such time as the satellite club shall be admitted into membership of RI as a Rotary Club

49
50 **Section 6 – Dual Membership.** No person shall simultaneously hold active membership in this and another club,
51 other than a satellite of this club. No person shall simultaneously be a member and an honorary member in this
52 club. No person shall simultaneously hold active membership in this club and membership in a Rotaract club.

53
54 **Section 6 – Honorary Membership.**

- 55 (a) *Eligibility for Honorary Membership.* Persons who have distinguished themselves by meritorious service in the
56 furtherance of Rotary ideals and those persons considered friends of Rotary for their permanent support of

1 Rotary's cause may be elected to honorary membership in this club. The term of such membership shall be
2 as determined by the board. Persons may hold honorary membership in more than one club.

- 3 (b) *Rights and Privileges.* Honorary members shall be exempt from the payment of admission fees and dues, shall
4 have no vote, and shall not be eligible to hold any office in this club. Such members shall not hold
5 classifications, but shall be entitled to attend all meetings and enjoy all the other privileges of this club. No
6 honorary member of this club is entitled to any rights and privileges in any other club, except for the right to
7 visit other clubs without being the guest of a Rotarian.
8

9 **Section 7 — Holders of Public Office.** Persons elected or appointed to public office for a specified time shall not be
10 eligible to active membership in this club under the classification of such office. This restriction shall not apply to
11 persons holding positions or offices in schools, colleges, or other institutions of learning or to persons who are
12 elected or appointed to the judiciary. Members who are elected or appointed to public office for a specified
13 period may continue as such members in their existing classifications during the period in which they hold such
14 office.

15
16 **Section 8 — Rotary International Employment.** This club may retain in its membership any member employed by RI.
17

18 **Article 8 Classifications**

19 **Section 1 — General Provisions.**

- 20 (a) *Principal Activity.* Each member shall be classified in accordance with the member's business, profession, or
21 type of community service. The classification shall be that which describes the principal and recognized
22 activity of the firm, company, or institution with which the member is connected or that which describes the
23 member's principal and recognized business or professional activity or that which describes the nature of
24 the member's community service activity.
- 25 (b) *Correction or Adjustment.* If the circumstances warrant, the board may correct or adjust the classification of
26 any member. Notice of a proposed correction or adjustment shall be provided to the member and the
27 member shall be allowed a hearing thereon.

28 **Section 2 — Limitations.** This club shall not elect a person to active membership from a classification if the club
29 already has five or more members from that classification, unless the club has more than 50 members, in which
30 case, the club may elect a person to active membership in a classification so long as it will not result in the
31 classification making up more than 10 percent of the club's active membership. Members who are retired shall
32 not be included in the total number of members in a classification. The classification of a transferring or former
33 member of a club, or a Rotary Foundation alumnus as defined by the board of directors of RI, shall not preclude
34 election to active membership even if the election results in club membership temporarily exceeding the above
35 limitations. If a member changes classification, the club may continue the member's membership under the new
36 classification notwithstanding these limitations.
37

38 **Article 9 Attendance**

39 **(Select one introductory paragraph to Section 1)**

40
41 **Section 1 — General Provisions.** Each member should attend this club's regular meetings, **or satellite club's**
42 **regular meetings as provided in the bylaws, and engage in this club's service projects, other events and activities.** A
43 member shall be counted as attending a regular meeting if the member is present for at least 60 percent of the
44 meeting, or is present and is called away unexpectedly and subsequently produces evidence to the satisfaction
45 of the board that such action was reasonable, or makes up for an absence in any of the following ways:

46 or

47
48 **Section 1 (for e-Clubs) — General Provisions.** Each member should attend this club's regular meetings. A
49 member shall be counted as attending a regular meeting if the member participates in the regular meeting
50 posted on the club's Web site within one week following its posting, or makes up a missed meeting in any of the
51 following ways:

- 52
53 (a) *14 Days Before or After the Meeting.* If, within fourteen (14) days before or after the regular time for that
54 meeting, the member
- 55 (1) attends at least 60 percent of the regular meeting of another club, **or a satellite club meeting of another**
56 **club,** or of a provisional club; or

- (2) attends a regular meeting of a Rotaract or Interact club, Rotary Community Corps, or Rotary Fellowship or of a provisional Rotaract or Interact club, Rotary Community Corps, or Rotary Fellowship; or
- (3) attends a convention of RI, a council on legislation, an international assembly, a Rotary institute for past and present officers of RI, a Rotary institute for past, present, and incoming officers of RI, or any other meeting convened with the approval of the board of directors of RI or the president of RI acting on behalf of the board of directors of RI, a Rotary multizone conference, a meeting of a committee of RI, a Rotary district conference, a Rotary district **training** assembly, any district meeting held by direction of the board of directors of RI, any district committee meeting held by direction of the district governor, or a regularly announced intercity meeting of Rotary clubs; or
- (4) is present at the usual time and place of a regular meeting **or a satellite club meeting** of another club for the purpose of attending such meeting, but that club is not meeting at that time or place; or
- (5) attends and participates in a club service project or a club-sponsored community event or meeting authorized by the board; or
- (6) attends a board meeting or, if authorized by the board, a meeting of a service committee to which the member is assigned; or
- (7) participates through a club web site in an interactive activity requiring an average of 30 minutes of participation.

When a member is outside the member's country of residence for more than fourteen (14) days, the time restriction shall not be imposed so that the member may attend **regular or satellite club** meetings in another country at any time during the travel period, and each such attendance shall count as a valid make-up for any regular meeting missed during the member's time abroad.

(b) *At the Time of the Meeting.* If, at the time of the meeting, the member is

- (1) traveling with reasonable directness to or from one of the meetings specified in sub-subsection (a) (3) of this section; or
- (2) serving as an officer or member of a committee of RI, or a trustee of The Rotary Foundation; or
- (3) serving as the special representative of the district governor in the formation of a new club; or
- (4) on Rotary business in the employ of RI; or
- (5) directly and actively engaged in a district-sponsored or RI- or Rotary Foundation-sponsored service project in a remote area where making up attendance is impossible; or
- (6) engaged in Rotary business duly authorized by the board which precludes attendance at the meeting.

Section 2 – Extended Absence on Outposted Assignment. If a member will be working on an outposted assignment for an extended period of time, attendance at the meetings of a designated club at the site of the assignment will replace attendance at the regular meetings of the member's club, provided there is a mutual agreement between the two clubs.

Section 3 – Excused Absences. A member's absence shall be excused if

- (a) the absence complies with the conditions and under circumstances approved by the board. The board may excuse a member's absence for reasons which it considers to be good and sufficient. Such excused absences shall not extend for longer than twelve months. **However, if the leave is for medical reasons that extend for more than twelve months such leave may be renewed by the board for a period of time beyond the original twelve months. Such leave for medical purposes shall not be counted as an absence for purposes of attendance records of the club.**
- (b) ~~the age of the member is 65 and above and T~~ The aggregate of the member's years of age and years of membership in one or more clubs is 85 years or more and the member has notified the club secretary in writing of the member's desire to be excused from attendance and the board has approved.

Section 4 – RI Officers' Absences. A member's absence shall be excused if the member is a current officer of RI, **or a Rotarian partner of a current officer of RI.**

1 **Section 5 — Attendance Records.** When a member whose absences are excused under the provision of subsection
2 3(a) of this article fails to attend a club meeting, the member and the member's absence shall not be included
3 in the attendance records. In the event that a member whose absences are excused under the provisions of
4 subsection 3(b) or section 4 of this article attends a club meeting, the member and the member's attendance shall
5 be included in the membership and attendance figures used to compute this club's attendance.
6

7 **Article 10 Directors and Officers**

8
9 **Section 1 — Governing Body.** The governing body of this club shall be the board constituted as the bylaws may
10 provide.

11
12 **Section 2 — Authority.** The board shall have general control over all officers and committees and, for good cause,
13 may declare any office vacant.

14
15 **Section 3 — Board Action Final.** The decision of the board in all club matters is final, subject only to an appeal to
16 the club. However, as to a decision to terminate membership, a member, pursuant to article 12, section 6, may
17 appeal to the club, request mediation, or request arbitration. If appealed, a decision of the board shall be reversed
18 only by a two-thirds vote of the members present, at a regular meeting specified by the board, provided a
19 quorum is present and notice of the appeal has been given by the secretary to each member at least five (5) days
20 prior to the meeting. If an appeal is taken, the action taken by the club shall be final.
21

22 **Section 4 — Officers.** The club officers shall be a president, the immediate past president, a president-elect, and a
23 secretary and may include one or more vice-presidents, all of whom shall be members of the board, ~~and a~~
24 ~~secretary.~~ The Club Officers shall also include a treasurer, and may include a sergeant-at-arms, ~~who may or may~~
25 ~~not~~ all of whom may be members of the board as the bylaws shall provide. Club officers shall regularly attend
26 satellite club meetings.
27

28 **Section 5 — Election of Officers.**

- 29 (a) *Terms of Officers other than President.* Each officer shall be elected as provided in the bylaws. Except for the
30 president, each officer shall take office on 1 July immediately following election and shall serve for the term
31 of office or until a successor has been duly elected and qualified.
- 32 (b) *Term of President.* The president shall be elected as provided in the bylaws, not more than two (2) years but
33 not less than eighteen (18) months prior to the day of taking office and shall serve as president-nominee
34 upon election. The nominee shall take the title of president-elect on 1 July in the year prior to taking office as
35 president. The president shall take office on 1 July and shall serve a period of one (1) year or until a
36 successor has been duly elected and qualified.
- 37 (c) *Qualifications.* Each officer and director shall be a member in good standing of this club. A Candidate for
38 the office of President shall have served as a member of this club for at least one year prior to being
39 nominated for such office, except where service for less than one full year may be determined by the
40 district governor to satisfy the intent of this requirement. The President-elect shall attend the district
41 presidents-elect training seminar and the district training assembly unless excused by the governor-elect. If
42 so excused, the president-elect shall send a designated club representative who shall report back to the
43 president-elect. If the president-elect does not attend the presidents-elect training seminar and the district
44 assembly and has not been excused by the governor-elect or, if so excused, does not send a designated club
45 representative to such meetings, the president-elect shall not be able to serve as club president. In such event,
46 the current president shall continue to serve until a successor who has attended a presidents-elect training
47 seminar and district training assembly or training deemed sufficient by the governor-elect has been duly
48 elected.
49

50 **Section 6 Governance of a Satellite Club of this Club.** A satellite club shall be located in the same locality as the sponsor club
51 or the surrounding area

52 (a) *Satellite Club Oversight.* The sponsor club shall provide such general oversight and support of a satellite club
53 as is deemed appropriate by the sponsor club's board

54 (b) *Satellite Club Board.* For the day-to-day governance of a satellite club, it shall have its own annually elected
55 board drawn from its members and comprising the officers of a satellite club and four to six other members
56 as the by-laws shall provide. The highest officer of the satellite club shall be the chairman and other officers
57 shall be immediate past chairman, chairman-elect, secretary and treasurer. The satellite board shall be

1 responsible for the day to day organization and management of the satellite club and its activities in
2 accordance with RI rules, requirements, policies, aims and objectives under the guidance of its sponsor club.
3 It shall have no authority within, or over, the sponsor club.

4 (c) Satellite Club Reporting Procedure. A satellite club shall, annually, submit to the president and board of its
5 sponsor club a report on its membership, its activities and programs, accompanied by a financial statement
6 and audited accounts, for inclusion in the sponsor club's reports for its annual general meeting and such
7 other reports, as may from time to time, be required by the sponsor club.

8 9 **Article 11 Admission Fees and Dues**

10 Every member shall pay an admission fee and annual dues as prescribed in the bylaws, except that any
11 transferring or former member of another club who is accepted into membership of this club pursuant to article 7,
12 section 4(a), or any former member of this club who rejoins the club, shall not be required to pay a second
13 admission fee. A Rotaractor who ceased to be a member of Rotaract within the preceding two years, who is
14 accepted into membership of this club, shall not be required to pay an admission fee.

15 16 **Article 12 Duration of Membership**

17
18 **Section 1 — Period.** Membership shall continue during the existence of this club unless terminated as hereinafter
19 provided.

20 21 **Section 2 — Automatic Termination.**

22 (a) *Membership Qualifications.* Membership shall automatically terminate when a member no longer meets the
23 membership qualifications, except that

24 (1) the board may grant a member moving from the locality of this club or the surrounding area a special
25 leave of absence not to exceed one (1) year to enable the member to visit and become known to a Rotary
26 club in the new community if the member continues to meet all conditions of club membership;

27 (2) the board may allow a member moving from the locality of this club or the surrounding area to retain
28 membership if the member continues to meet all conditions of club membership.

29 (b) *How to Rejoin.* When the membership of a member has terminated as provided in subsection (a) of this
30 section, such person, provided such person's membership was in good standing at the time of termination,
31 may make new application for membership, under the same or another classification. A second admission
32 fee shall not be required.

33 (c) *Termination of Honorary Membership.* Honorary membership shall automatically terminate at the end of the
34 term for such membership as determined by the board. However, the board may extend an honorary
35 membership for an additional period. The board may revoke an honorary membership at any time.

36 37 38 **Section 3 — Termination — Non-payment of Dues.**

39 (a) *Process.* Any member failing to pay dues within thirty (30) days after the prescribed time shall be notified in
40 writing by the secretary at the member's last known address. If the dues are not paid on or before ten (10)
41 days of the date of notification, membership may terminate, subject to the discretion of the board.

42 (b) *Reinstatement.* The board may reinstate the former member to membership upon the former member's
43 petition and payment of all indebtedness to this club. However, no former member may be reinstated to
44 active membership if the former member's classification is in conflict with article 8, section 2.

45 46 **Section 4 — Termination — Non-attendance.**

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

48
49 (1) attend or make up at least 50 percent of club regular or satellite club meetings, or engage in club service
50 projects, other events & activities for at least 12 hours in each half of the year;

51
52 (2) attend at least 30 percent of this club's regular or satellite club meetings, or engage in club service
53 projects, other events & activities in each half of the year (assistant governors, as defined by the board of
54 directors of RI, shall be excused from this requirement).

55 If a member fails to attend as required, the member's membership shall may be subject to termination

1 unless the board consents to such non- attendance for good cause.

- 2 (b) *Consecutive Absences.* Unless otherwise excused by the board for good and sufficient reason or pursuant to
3 article 9, sections 3 or 4, each member who fails to attend or make up four consecutive regular meetings
4 shall be informed by the board that the member's non-attendance may be considered a request to terminate
5 membership in this club. Thereafter, the board, by a majority vote, may terminate the member's membership.
6

7 **Section 5 — Termination — Other Causes.**

- 8 (a) *Good Cause.* The board may terminate the membership of any member who ceases to have the qualifications
9 for membership in this club or for any good cause by a vote of not less than two-thirds of the board
10 members **present and voting**, at a meeting called for that purpose. The guiding principles for this meeting
11 shall be article 7, section 1; The Four-Way Test; and the high ethical standards that one should hold as a
12 Rotary club member.
13
- 14 (b) *Notice.* Prior to taking any action under subsection (a) of this section, the member shall be given at least ten
15 (10) days' written notice of such pending action and an opportunity to submit a written answer to the board.
16 The member shall have the right to appear before the board to state the member's case. Notice shall be by
17 personal delivery or by registered letter to the member's last known address.
18
- 19 (c) *Filling Classification.* When the board has terminated the membership of a member as provided for in this
20 section, this club shall not elect a new member under the former member's classification until the time for
21 hearing any appeal has expired and the decision of this club or of the arbitrators has been announced.
22 However, this provision shall not apply if, by election of a new member, the number of members under the
23 said classification would remain within provided limitations even if the board's decision regarding
24 termination is reversed.
25

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

- 27 (a) *Notice.* Within seven (7) days after the date of the board's decision to terminate membership, the secretary
28 shall give written notice of the decision to the member. Within fourteen (14) days after the date of the notice,
29 the member may give written notice to the secretary of the intention to appeal to the club, request
30 mediation, or to arbitrate as provided in article 16.
- 31 (b) *Date for Hearing of Appeal.* In the event of an appeal, the board shall set date for the hearing of the appeal at
32 a regular club meeting to be held within twenty-one (21) days after receipt of the notice of appeal. At least
33 five (5) days' written notice of the meeting and its special business shall be given to every member. Only
34 members shall be present when the appeal is heard.
- 35 (c) *Mediation or Arbitration.* The procedure utilized for mediation or arbitration shall be as provided in article 16.
- 36 (d) *Appeal.* If an appeal is taken, the action of the club shall be final and binding on all parties and shall not be
37 subject to arbitration.
- 38 (e) *Decision of Arbitrators or Umpire.* If arbitration is requested, the decision reached by the arbitrators or, if they
39 disagree, by the umpire shall be final and binding on all parties and shall not be subject to appeal.
- 40 (f) *Unsuccessful Mediation.* If mediation is requested but is unsuccessful, the member may appeal to the club or
41 arbitrate as provided in subsection (a) of this section.
42

43 **Section 7 — Board Action Final.** Board action shall be final if no appeal to this club is taken and no arbitration is
44 requested.
45

46 **Section 8 — Resignation.** The resignation of any member from this club shall be in writing, addressed to the
47 president or secretary. The resignation shall be accepted by the board if the member has no indebtedness to this
48 club.
49

50 **Section 9 — Forfeiture of Property Interest.** Any person whose club membership has been terminated in any manner
51 shall forfeit all interest in any funds or other property belonging to this club if, under local laws, the member
52 may have acquired any right to them upon joining the club.
53

54 **Section 10 — Temporary Suspension.** Notwithstanding any provision of this constitution, if in the opinion of the

1 board

- 2
- 3 (a) credible accusations have been made that a member has refused or neglected to comply with this
4 constitution, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the club;
5 and
- 6 (b) those accusations, if proved, constitute good cause for terminating the membership of the member; and
- 7 (c) it is desirable that no action should be taken in respect of the membership of the member pending the
8 outcome of a matter or an event that the board considers should properly occur before such action is taken
9 by the board; and
- 10
- 11 (d) that in the best interests of the club and without any vote being taken as to his or her membership, the
12 member's membership should be temporarily suspended and the member should be excluded from
13 attendance at meetings and other activities of this club and from any office or position the member holds
14 within the club. For the purposes of this clause, the member shall be excused from fulfilling attendance
15 responsibilities;

16 the board may, by a vote of not less than two-thirds of the board, temporarily suspend the member as aforesaid
17 for such period and on such further conditions as the board determines, albeit for a period no longer than is
18 reasonably necessary in all the circumstances.

19

20 **Article 13 Community, National, and International Affairs**

21 **Section 1 — Proper Subjects.** The merits of any public question involving the general welfare of the community, the
22 nation, and the world are of concern to the members of this club and shall be proper subjects of fair and
23 informed study and discussion at a club meeting for the enlightenment of its members in forming their
24 individual opinions. However, this club shall not express an opinion on any pending controversial public
25 measure.

26 **Section 2 — No Endorsements.** This club shall not endorse or recommend any candidate for public office and shall
27 not discuss at any club meeting the merits or demerits of any such candidate.

28 **Section 3 — Non-Political.**

29 (a) *Resolutions and Opinions.* This club shall neither adopt nor circulate resolutions or opinions, and shall not
30 take action dealing with world affairs or international policies of a political nature.

31 (b) *Appeals.* This club shall not direct appeals to clubs, peoples, or governments, or circulate letters, speeches, or
32 proposed plans for the solution of specific international problems of a political nature.

33 **Section 4 — Recognizing Rotary's Beginning.** The week of the anniversary of Rotary's founding (23 February) shall
34 be known as World Understanding and Peace Week. During this week, this club will celebrate Rotary service,
35 reflect upon past achievements, and focus on programs of peace, understanding, and goodwill in the community
36 and throughout the world.

37

38

39 **Article 14 Rotary Magazines**

40 **Section 1 — Mandatory Subscription.** Unless, in accordance with the bylaws of RI, this club is excused by the board
41 of directors of RI from complying with the provisions of this article, each member shall, for the duration of
42 membership, subscribe to the official magazine or to the magazine approved and prescribed for this club by
43 the board of directors of RI. Two Rotarians residing at the same address have the option to subscribe jointly to
44 the official magazine. The subscription shall be paid in six (6) month periods for the duration of membership in
45 this club and to the end of any six (6) month period during which membership may terminate.

46

47 **Section 2 — Subscription Collection.** The subscription shall be collected by this club from each member
48 semiannually in advance and remitted to the Secretariat of RI or to the office of such regional publications as
49 may be determined by the board of directors of RI.

50

51 **Article 15**

52 **Acceptance of Object and Compliance with Constitution and Bylaws**

53 By payment of an admission fee and dues, a member accepts the principles of Rotary as expressed in its object and
54 submits to and agrees to comply with and be bound by the constitution and bylaws of this club, and on these
55 conditions alone is entitled to the privileges of this club. Each member shall be subject to the terms of the
56 constitution and bylaws regardless of whether such member has received copies of them.

1 **Article 16 Arbitration and Mediation**

2 **Section 1 — Disputes.** Should any dispute, other than as to a decision of the board, arise between any current or
3 former member(s) and this club, any club officer or the board, on any account whatsoever which cannot be
4 settled under the procedure already provided for such purpose, the dispute shall, upon a request to the secretary
5 by any of the disputants, either be resolved by mediation or settled by arbitration.
6

7 **Section 2 — Date for Mediation or Arbitration.** In the event of mediation or arbitration, the board shall set a date for
8 the mediation or arbitration, in consultation with disputants, to be held within twenty-one (21) days after receipt
9 of the request for mediation or arbitration.
10

11 **Section 3 — Mediation.** The procedure for such mediation shall be that recognized by an appropriate authority
12 with national or state jurisdiction or be that recommended by a competent professional body whose recognized
13 expertise covers alternative dispute resolution or be that recommended by way of documented guidelines
14 determined by the board of RI or the trustees of The Rotary Foundation. Only a member of a Rotary club may be
15 appointed as mediator(s). The club may request the district governor or the governor's representative to appoint a
16 mediator who is a member of a Rotary club and who has appropriate mediation skills and experience.
17

18 (a) *Mediation Outcomes.* The outcomes or decisions agreed between the parties as a result of mediation shall be
19 recorded and copies held by each party, the mediator(s) and one copy given to the board and to be held by
20 the secretary. A summary statement of outcomes acceptable to the parties involved shall be prepared for the
21 information of the club. Either party, through the president or secretary, may call for further mediation if
22 either party has retracted significantly from the mediated position.

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

25 **Section 4 — Arbitration.** In the event of a request for arbitration, each party shall appoint an arbitrator and the
26 arbitrators shall appoint an umpire. Only a member of a Rotary club may be appointed as umpire or as
27 arbitrator.
28

29 **Section 5 — Decision of Arbitrators or Umpire.** If arbitration is requested, the decision reached by the arbitrators or, if
30 they disagree, by the umpire shall be final and binding on all parties and shall not be subject to appeal.
31

32 **Article 17 Bylaws**

33 This club shall adopt bylaws not inconsistent with the constitution and bylaws of RI, with the rules of procedure
34 for an administrative territorial unit where established by RI, and with this constitution, embodying additional
35 provisions for the government of this club. Such bylaws may be amended from time to time as therein provided.
36

37 **Article 18 Interpretation**

38 Throughout this constitution, the terminology "mail," "mailing," and "ballot- by-mail" will include utilization of
39 electronic mail (e-mail) and internet technology to reduce costs and increase responsiveness.
40

41 **Article 19 Amendments**

42 **Section 1 — Manner of Amending.** Except as provided in section 2 of this article, this constitution may be amended
43 only by the council on legislation in the same manner as is established in the bylaws of RI for the amendment of
44 its bylaws.
45

46 **Section 2 — Amending Article 2 and Article 3.** Article 2 (Name) and Article 3 (Locality of the Club) of the
47 constitution shall be amended at any regular meeting of this club, a quorum being present, by the affirmative
48 vote of not less than two-thirds of all voting members present and voting, provided that notice of such proposed
49 amendment shall have been mailed to each member and to the governor at least ten (10) days before such
50 meeting, and provided further, that such amendment shall be submitted to the board of directors of RI for its
51 approval and shall become effective only when so approved. The governor may offer an opinion to the board of
52 directors of RI regarding the proposed amendment.
53
54