

ROTARY ACTION GROUP STANDARD BYLAWS

ARTICLE I - NAME

Section 1.1. The name of this Rotary Action Group shall be _____ (Rotary Action Group).

ARTICLE II - PURPOSE

Section 2.1. The purpose of this Rotary Action Group shall be...

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This Rotary Action Group shall operate in compliance with Rotary International's policies for Rotary Action Groups, but it shall not be an agency of, or controlled by, Rotary International.

ARTICLE III - MEMBERSHIP

Section 3.1. Membership in the Rotary Action Group shall be open to any interested individual.

Section 3.2. Membership may be offered on an annual basis. Multi-year and/or lifetime memberships may be offered at the discretion of the Rotary Action Group's Board of Directors.

Section 3.3 Membership may also be offered to Rotaract clubs, Rotary clubs, and districts on an annual basis at the discretion of the Rotary Action Groups' Board of Directors.

ARTICLE IV - BOARD OF DIRECTORS

Section 4.1. The Rotary Action Group shall be governed by a Board of Directors with no fewer than five members. The number of directors shall be self-determined by the Rotary Action Group's Board. No less than 80 percent of the directors shall be active Rotarians. Rotaractors, or Peace Fellows. Up to 20 percent of the board positions may be occupied by independent outside board member(s), who is not a Rotarian, Rotaractor or a Peace Fellow.

Section 4.2. Terms for directors may last from one to six years. After completing a leadership term, directors are ineligible to serve until three years have passed. Terms shall commence on 1 July of the calendar year elected and end on 30 June of the terminal year.

ARTICLE V - OFFICERS

Section 5.1. The Rotary Action Group shall be administered by at least four officers, one of whom shall be the Chair, one secretary, one treasurer, and one technical officer. Additional officer roles may be created by the Rotary Action group's Board.

All officers shall be active Rotarians, Rotaractors, or Peace Fellows. The terms of officers shall be staggered, shall not exceed three years, and shall coincide with the Rotary year, i.e. 1 July through 30 June.

Section 5.2. The officers shall perform the duties and functions usually attached to the title of their respective offices, together with such other duties as may be prescribed by the Rotary Action Group's Board of Directors.

Section 5.3. The Rotary Action Group Chair shall appoint a Technical Officer to take office on the next 1 July. The appointment shall be endorsed by two-thirds of the Rotary Action Group's Board. The Technical Officer role shall be filled by a member of the TRF Cadre of Technical Advisers with professional expertise in the Action Group's area of concentration. The Technical Officer shall serve as a liaison between the Rotary Action Group and the TRF Cadre of Technical Advisers and shall be responsible for maintaining and increasing the level of expertise in the Action Group.

ARTICLE VI - MEETINGS

Section 6.1. An annual meeting of the members shall take place virtually or in-person as determined by the Rotary Action Group's Board of Directors. At this meeting the installation of incoming directors and officers and other business shall take place. The exact date, time, and location of the annual meeting of the members shall be set by the Rotary Action Group's Board of Directors and announced to the members at least 60 days prior to the meeting.

Section 6.2. An annual meeting of the incoming Rotary Action Group's Board of Directors shall take place immediately subsequent to the annual meeting of the members.

ARTICLE VII - ELECTION OF DIRECTORS

Section 7.1. A Nominating Committee shall be appointed by the Rotary Action Group's Board of Directors and so indicated in a notice to the members. Notice sent by mail or transmitted via email to the last known address of the members shall be considered good and sufficient notice. The Nominating Committee shall receive nominations for expiring Director positions until a specified deadline, whereupon nominations shall be closed. The Nominating Committee may also offer its own nominees for election. All nominees must indicate their willingness to serve prior to their names being submitted to the Nominating Committee.

Section 7.2. The names of the nominees for Director positions shall be distributed to the members, along with a voting ballot, at least 30 days prior to the annual meeting of the members. Ballots may be sent by mail or electronically to the last known address of all members in good standing. Ballots shall indicate that they must be returned to the Nominating Committee at least seven days prior to the annual meeting.

Section 7.3. Any effort to influence the selection process for an elective role in any manner, including campaigning, canvassing, or electioneering, is prohibited. Group members shall not campaign, canvass, or electioneer for elective position in the Rotary Action Group or allow such activity, for either themselves or others. Unless expressly authorized by the Rotary Action Group's Board, this prohibition includes any

distribution or circulation by themselves or others of brochures, literature, letters, materials, electronic media, or other communications to any clubs or members of clubs. If a candidate learns of any prohibited activity, they shall immediately express disapproval and instruct the activity to be stopped.

Section 7.4. The Nominating Committee shall tally the votes cast and announce the newly elected incoming directors prior to the annual meeting of the members.

Section 7.5. A vacancy in the Rotary Action Group's Board of Directors shall be filled for the remainder of the term by the Rotary Action Group's Board of Directors.

Section 7.6. A director may be removed from office by a two-thirds vote of the Rotary Action Group's Board of Directors, or, by a two-thirds vote of the membership or in accordance with state or national law.

ARTICLE VIII - ELECTION AND APPOINTMENT OF OFFICERS

Section 8.1. At the Rotary Action Group Board of Director's annual meeting, the Chair may appoint the secretary, treasurer and technical officer. Appointments shall be endorsed by two thirds of the Rotary Action Group's Board. Unless the appointed officer is a Director, they are not a voting member of the Rotary Action Group's Board.

Section 8.2. At its annual meeting the incoming members of the Rotary Action Group's Board of Directors shall meet and elect from its members the incoming officers of the Rotary Action Group, who shall become officers-elect on the first day of July following their election. Appointed roles are excluded from the election process.

Section 8.3. A vacancy in any office shall be filled for the remainder of the term by the Rotary Action Group's Board of Directors.

Section 8.4. An officer may be removed from office by a two-thirds vote of the Rotary Action Group's Board of Directors, or, by a two-thirds vote of the membership or in accordance with state or national law.

ARTICLE IX - FISCAL MATTERS

Section 9.1. The fiscal year of the Rotary Action Group shall be the same as the Rotary year, i.e. 1 July through 30 June.

Section 9.2. The Rotary Action Group's dues shall be set by the Board of Directors and shall be due on 1 July of each year. The Rotary Action Group's dues shall be of a reasonable amount.

Section 9.3. Funds shall be deposited in a financial institution approved by the Board of Directors.

Section 9.4. An annual independent review of finances shall take place following the close of the fiscal year and the Rotary Action Group shall provide a report to the members on the findings and recommendations of the review.

ARTICLE X - HARASSMENT-FREE ENVIRONMENT

Section 10.1. The Rotary Action Group is committed to maintaining an environment that is free of harassment. Harassment is broadly defined as any conduct, verbal or physical, that denigrates, insults or offends a person or group based on any characteristic (age, ethnicity, race, colour, abilities, religion, socioeconomic status, culture, sex, sexual orientations or gender identity).

All members and individuals attending or participating in the Rotary Action Group's meetings, events or activities should expect an environment free of harassment and shall help maintain an environment that promotes safety, courtesy, dignity, and respect to all. All allegations of criminal activity should be referred to appropriate local law enforcement authorities.

Section 10.2 The Rotary Action Group shall promptly address allegations of harassment brought before it and shall not retaliate against those making the allegation. The Action Group's Board, or a committee appointed by the chair for this purpose, shall review and respond to each allegation of harassment within a reasonable time-frame, typically one month. If the chair or other leaders of the Action Group is/are the alleged offender, the immediate past chair (or most recent chair), directly or by appointment of a committee for this purpose, shall review and respond to the allegation. If the alleged offender is a member of the Action Groups' board, he or she is expected to recuse himself or herself from the discussion. The review and/or investigation shall be dependent on the circumstances including the severity and pervasiveness of the behavior.

The Rotary Action Groups shall report allegations of harassment to the alleged offender's club president and district governor.

Section 10.3 The Rotary Action Group shall protect the safety and wellbeing of all youth participating in its activities and comply with Rotary International's youth protection policies. Membership or affiliation shall not be granted to a person who is known to have engaged in sexual abuse or harassment or who is prohibited from being a member of a Rotary or Rotaract Club.

ARTICLE XI - COMPLIANCE WITH RI POLICIES

Section 11.1. The Rotary Action Group shall comply with Rotary International's policies for Rotary Action Groups, as set forth in the Rotary Code of Policies. The Rotary Action Group's Board of Directors and executive officers shall familiarize themselves with these policies and any amendments to these policies as adopted by the RI Board of Directors from time to time.

ARTICLE XI - AMENDMENTS

Section 11.1. These standard bylaws may be amended only by the RI Board of Directors.

Section 11.2. The Rotary Action Group must adopt RI's amendments to the standard bylaws once the general secretary communicates such amendments to Rotary Action Groups.

Section 11.3. Notwithstanding the above provision, the Rotary Action Group may adopt bylaws and administration procedures not in conflict with the provisions of these bylaws and the constitution and bylaws of Rotary International. Updated bylaws must be submitted to the general secretary for review and filing.