

## Bylaws

### Fellowship of Rotarian PDGs (and Friends)

#### Proposed Amendments for Consideration at the 2018 AGM

As Approved in the Board's Conference Calls on March 29, 2018 and May 8, 2018

Note: New material is shown in **bold type**. Material to be deleted is shown as ~~stricken type~~.

1. Purpose Statement. The primary purpose of the fellowship is to improve and enhance the existing friendship and fellowship among Rotarians who have served as district governors by increasing the number of reunions and similar events at all levels of Rotary, including the annual conventions. The secondary purposes are to provide additional opportunities for past district governors to remain actively involved and connected at the international level of Rotary and to motivate past district governors to support important Rotary activities, such as PolioPlus, TRF fundraising, international service projects, and membership growth.

2. Membership. In accordance with RI policies for fellowships, membership will be open to all Rotarians, spouses of Rotarians, and Rotaractors.

3. Membership Dues. Membership dues for the following Rotary year will be determined by **the board of directors, subject to any changes approved** by the members at their annual meeting to be held in conjunction with each of the RI conventions. ~~If there is no action in regard to membership dues at a particular annual meeting, then the dues will remain unchanged for the following Rotary year.~~

Interim Provision: ~~There will be no membership dues for the initial Rotary year of 2012-13. Dues for the 2013-14 Rotary year, if any, will be determined at the first annual meeting of members in conjunction with the 2013 RI convention in Lisbon.~~

4. Officers. The officers will be a chair, vice chair, **immediate past chair**, secretary, treasurer, and registrar. The chair will be the principal officer of the fellowship, preside at all meetings of the board and the members, and appoint the members of any needed committees. The vice chair will perform the duties of the chair, when the chair is not present or otherwise unable to act. The secretary will provide minutes for all meeting of the board and the members and send appropriate notices to the members about the time and place of membership meetings and to the directors about the time and place of board meetings. The treasurer will have charge and custody of all the funds of the fellowship and will pay expenses and make disbursements as authorized by the board. The registrar will process applications for membership and maintain the membership records. The individual officers also will perform any additional duties assigned to them by the board. The duties of the officers also may be delegated to others as approved by the board.

5. Terms of Officers. The officers will serve one year terms, but will be eligible for reelection. The officers will be elected each year at the annual meetings and will take office on 1 July following their elections. If an annual election is delayed for any reason, then the officers will serve until their successors are elected. **The officers elected at the annual general meetings will be selected from the names submitted by the nominating committee, as appointed by the chair, or submitted by members as candidates at least one month prior to the opening day of the applicable convention.**

~~Interim Provision. The chair for 2012-13 will be the Rotarian who signs and submits the application for recognition as the proposed chair of the fellowship. The other officers for 2012-13 will be selected and appointed by the 2012-13 chair.~~

6. Board of Directors. The board of directors will manage the affairs of the fellowship in accordance with these bylaws. **In addition, the directors will effectively represent the fellowship in their respective parts of the world and will actively promote the purposes and activities of the fellowship in their own zones and regions. The directors also will be expected to participate in the annual general meetings held during the RI conventions and in board meetings held during the conventions or through electronic communications.** The board of directors will have ~~14~~ **15** members with no more than two directors from any Rotary zone. The ~~five~~ **six** officers will be members of the board, and in addition, nine other directors will serve three-year terms with three directors to be elected at each of the annual meetings. Directors will be eligible for reelection, but not to exceed six consecutive years. The directors will take office on 1 July following their elections. If an annual election is delayed for any reason, then the directors will serve until their successors are elected. The board may elect directors to fill any vacancies on the board, and such directors will take office immediately upon their elections to fill out the unexpired terms. **The directors elected at the annual general meetings will be selected from the names submitted by the nominating committee, as appointed by the chair, or submitted by members as candidates at least one month prior to the opening day of the applicable convention. The board may also appoint advisors to participate in the board meetings.**

~~Interim Provision. The nine additional directors for the 2012-13 year will be selected and appointed by the 2012-13 officers, and to achieve the objective of staggered terms, three of the directors selected by the initial officers will serve three year terms, three will serve two year terms, and three will serve one year terms.~~

7. Annual General Meetings. The annual **general** meetings will be held at the same location of the RI conventions at a time and place arranged by the officers to coordinate with the activities

of the convention. ~~A quorum to transact business will require at least 25 members of the fellowship.~~

8. Fiscal Year. The fiscal year will be the same as the Rotary year, starting on 1 July and ending on 30 June.

9. Compliance with RI Rules. The fellowship will be operated at all times in full compliance with the policies and rules of Rotary International for Rotarian fellowships. The fellowship will not be an legal agent or agency of Rotary International or The Rotary Foundation and will not purport to be such an agent or agency.

10. Amendments. These bylaws may be amended at any annual meeting by a two-thirds vote of the members present. ~~if a quorum is present and voting at the time.~~ The bylaws also may be amended in a ballot by electronic mail, if two-thirds of the total **votes cast are members vote** in favor of the proposed amendment.

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