

## ROTARY CLUB OF PETALUMA POLICY AND PROCEDURES

Adopted by the Petaluma Rotary Club Board of Directors

May 15, 2012

As Revised and Updated

Effective July 24, 2012

With additional amendment (Attachment C) adopted October 30, 2012

With additional amendment (Attachment D) adopted July 18, 2016

### Rotary Club of Petaluma Continuing Resolutions and Guidelines

1. The purpose of these continuing resolutions is to provide a history of the policies and traditions approved by preceding Boards of Directors.
2. Boards are encouraged to review the policies and take action as they so determine at their first Board meeting in July.
3. This resolution shall be passed from the current President to the President-Elect.
4. Additional policy statements may be added to the Continuing Resolutions by succeeding Boards. These policies may be revised or amended as appropriate. Original documents should be maintained in permanent form in this book.

### CONTINUING RESOLUTIONS

BE IT RESOLVED THAT by the use of CONTINUING RESOLUTIONS the Board of Directors of the Rotary Club of Petaluma will set guidelines and preserve traditions that otherwise could be set aside or discontinued in the changeover by each succeeding Board.

THESE CONTINUING RESOLUTIONS are not intended to replace the by-laws of the club. Each succeeding Board of Directors should review all the club's CONTINUING RESOLUTIONS prior to the Board's official year to determine if any RESOLUTION should be modified or continued.

BE IT RESOLVED THAT THE ROTARY CLUB OF PETALUMA accept the following guidelines as its operational plan for the current Rotary year.

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ATTACHMENTS:

- A. Special event financial procedures and policies
- B. New member process, procedures, and policy
- C. Amendment adopted October 30, 2012
- D. Amendment adopted July 18, 2016

ADDENDUM:

-  Articles of Incorporation
-  By-laws as amended
-  Club Foundation Documents
-  Whistle Blower Policy

1. OFFICERS AND DIRECTORS – The following positions will comprise the officers and board of directors of the Club:

President  
President Elect  
Past President  
Secretary  
Treasurer  
Foundation Chair  
Membership Chair  
Directors (number to be appointed annually by President-elect)

2. CLUB MEETING DAY – The Rotary Club of Petaluma will meet on Thursday at 12:10 pm at the Petaluma Sheraton, 745 Baywood Drive, Petaluma, CA 94952.

3. CLUB AVENUES OF SERVICE – The following will be the Club's avenues of service requiring the active participation of the members:

- ✓ Club Administration
- ✓ Community Service
- ✓ Fundraising
- ✓ Membership

4. CLUB'S WEEKLY AGENDA – The Club's weekly agenda will follow this suggested format, subject to modification by the president:

12:10 pm ; Lunch  
12:30 pm: Flag Salute, Song, Thought for the day, Greetings.  
12:35 pm: Introduction of visiting Rotarians and guests.  
Club business: Announcements, reports, assessments, etc.  
1:00 pm: Program  
1:30pm: Meeting Adjourned

5. BOARD OF DIRECTORS' MEETING DAY – The Board of Directors will meet on the last Tuesday of each month at the Wells Fargo Conference Room, Petaluma, Ca. at 5:30 p.m.
6. CLUB BULLETIN – The Club bulletin will be emailed weekly to the members. It will also be posted on the Clubs' members only section of the website.
7. CLUB'S MAILING ADDRESS AND PHONE NUMBER – The mailing address of the Rotary Club of Petaluma is P. O. Box 5655, Petaluma, Ca. 94955. The toll-free phone number is 1-800-937-5799. The Club website is [www.petalumarotary.org](http://www.petalumarotary.org) The Club email address is [secretary@petalumarotary.org](mailto:secretary@petalumarotary.org)
8. PROPOSING A NEW MEMBER – The steps to be followed for proposing a new member are included in ATTACHMENT B.
9. INDUCTION CEREMONY – The following is a sample agenda for an induction meeting or ceremony:

Sponsor introduces the inductee with a brief biography.

After introduction the podium is returned to the presider.

Presider formally inducts new member with presentation of a packet containing those items deemed pertinent.

Presider concludes ceremony by pinning a Rotary emblem on the inductee's lapel and welcomes new member to Club. The new member may briefly address the Club.

10. DISTRICT GOVERNOR'S VISITATION – When the District Governor visits the Club as scheduled, the following activities shall take place:

The President will contact the Governor to confirm meeting dates, times, places, and events. On arrival the Governor shall meet with the President and the full Board, if requested, prior to the weekly Club meeting to discuss the Club's Plans and Objectives. The Governor will address the membership at 1:00 P.M. The evening prior to the meeting the Governor and spouse may wish to meet for dinner with the President, Board of Directors, and their spouses.

11. ONGOING COMMUNITY SERVICE PROJECTS – The following are the ongoing service projects to which the Club is committed:
  - ❖ Our annual holiday gifting to underprivileged children;
  - ❖ Our support of the local Boy Scouts of America troop;
  - ❖ Annual Farmers' and Merchants' night recognition;
  - ❖ The Dictionary Project for all Petaluma third grade students.
12. CLUB ACTIVITIES WHICH INCLUDE SPOUSES – Spouses are welcome at all programs during the year presented at the weekly luncheon meetings. The special events which spouses are invited to attend include the following:
  - Petaluma Art and Equestrian Festival
  - Rotary Day at the Races (Santa Rosa)
  - Golf Tournament and Dinner
  - Member Holiday Party
  - Crab Feed and Super Raffle
  - Farmers and Merchants Night
  - Annual Debunking and Installation
13. PETALUMA ROTARY CLUB FOUNDATION – The Rotary Club of Petaluma chartered a Charitable Foundation on July 31, 1983. See the Addendum for the Foundation.
14. PAST PRESIDENT'S DUTIES – The past president's duties are the following subject to modification by the Club President:
  - Assist the President wherever needed.
  - Serve on Club Service committees.
  - Attend board meetings and district meetings.
  - Participate in club projects and special events.
  - Advise the President on Rotary procedures.
15. FISCAL POLICIES – The following rules shall be applicable:
  - a. ROTARY INTERNATIONAL CONVENTION – The expenses of the president-elect shall be reimbursed in an amount deemed appropriate in consideration of tradition, Club finances, and the estimated cost.

- b. EXPENSE ACCOUNTS – The President, directors, committee chairs, and other members shall maintain a log with supporting documents for all expenditures properly chargeable to the Club. Each expense report will be submitted timely for approval by the Board of Directors for payment.
  
- c. DUES – Membership dues are assessed on a semi-annual basis and are payable by July 1 and January 1 each year. If a member pays the dues by July 31 or January 31 a late fee can be assessed. If any member has unpaid dues after July 31 or January 31, membership will be terminated unless the member receives an exemption from the Board.
  
- d. BUDGET – An annual budget of estimated income and expense for the year shall be prepared by the Board or its delegate prior to the beginning of the fiscal year. This budget shall be adopted in final form by the Board of Directors after the prior year actual financial results of Club operations have been approved. The adopted budget may be revised during the year.
  
- e. AUTHORIZED SIGNATURES (CHECKS) – The president, president-elect, secretary, and treasurer signatory power. Two signatures are required on each check. New signature cards must be signed between July 1<sup>st</sup> and July 15<sup>th</sup> each year to reflect the change in officers. Each checking account must be approved by the Board of Directors.
  
- f. CLUB CREDIT CARDS-The President and Secretary shall have a Club credit card for Club business use only and will track all card use on a log which shall be submitted to the Treasurer on a monthly basis.
  
- g. COMPENSATION OF OFFICERS – No officer or director of the Club is entitled to compensation for serving the community in a voluntary capacity. The Club will pay the weekly meeting fees for the Secretary and Treasurer. The Board will consider payment for extraordinary services rendered on Club business. Reimbursement for members is subject to the Board’s discretion.
  
- h. INVESTMENT OF SURPLUS FUNDS – Any undesignated funds in excess of required operating needs or planned distributions shall be placed in an interest bearing account. Each savings account or certificate of deposit must have Board approval.

- i. PAYMENT OF BILLS – Club bills shall be paid in a timely manner by the treasurer under the review of the President. All bills submitted for payment must be supported by documentation. Club financial obligations should never remain unpaid over thirty days.
  
- j. REIMBURSEMENTS – Members may be reimbursed for Club business expenses incurred. These expenses shall have any documentation required and must be submitted in a timely manner. Claims more than twelve months old will be denied.
  
- k. ENCUMBRANCES – Only designated officers, directors, and committee chairs are permitted to encumber the Club funds subject to prior board authorization.
  
- l. SPECIAL EVENT FINANCIAL PROCEDURES AND POLICIES - Refer to ATTACHMENT F for Club rules and guidelines.
  
- m. ANNUAL TAX RETURNS - The President, Treasurer and Secretary shall form an “oversight committee” to ensure accurate and timely preparation for filing all exempt organization information returns and tax returns.

## 16. MISCELLANEOUS POLICIES

- a. BOARD MINUTES - The minutes of each Board meeting shall be taken by the secretary or other person as designated by the Club President. The minutes shall be typed and copies either mailed or emailed to the directors or distributed at the next Board meeting.
  
- b. CLUB RECORDS – The secretary is responsible as custodian of Club records including minutes, official documents, and contracts. The treasurer is responsible for all documents relating to Club finances including checks, bills, deposits, and accounting records.
  
- c. HONORARY MEMBERSHIP – Honorary recognition is granted to a person who has demonstrated meritorious service in the advancement of Rotary’s ideals. Honorary membership shall terminate on June 30<sup>th</sup> each year. The Board may adopt a new resolution to continue honorary membership for the ensuing



year. Honorary members do not vote, pay assessments, or hold office in the Club. They are encouraged to attend Club meetings.

d. PAUL HARRIS FELLOW AWARD – The Board of Directors may vote as deemed appropriate to donate \$1,000 (U.S.) to the Rotary Foundation of Rotary International. This citation is presented to an individual who has demonstrated outstanding leadership in the local Rotary Club and in the Five Avenues of Service.

- ✓ Recipient must have a minimum sixty percent attendance record or be exempt from the attendance rules;
- ✓ Recipient must have served in one or more assignments in each of the Five Avenues of Service or other activities.
- ✓ Recipient must be in good standing with the Club regarding any financial obligations or assessments.

Individuals may become Paul Harris Fellows by donating \$1,000 to the Rotary International Foundation for themselves or a designee. The donor has the option of making payment in ten annual installments of \$100 each year.

e. ELECTION OF OFFICERS AND DIRECTORS –

1. President-Elect: ~~Each year a Nominating Committee comprised of the five immediate past presidents will meet to nominate the new President-Elect during the month of November. Traditionally, upon acceptance of the office, the President-Elect for the following year is announced at the members' Holiday Party and elected by "white ballot."~~ **(See Attachment D)** The Nominating Committee should adhere to certain criteria in their search for a President-Elect:

REQUIRED:

- Past Service on the Board of Directors
- Chaired a Committee or Avenue of Service

RECOMMENDED:

- Completed or started the Rotary Leadership Institute
- Attendance record of at least 70%
- Attended a District Assembly
- Attended a District Conference
- Participated in a Club Fund Raising Event

2. New Members of the Board – Each year the President-Elect shall appoint new Board members and/or reappoint continuing Board members as determined in consultation with the President. The officers and directors so elected comprise the Board of Directors.

F. EXEMPTION FROM ATTENDANCE RULES – Any senior active member who has been a Rotarian for twenty years or more, and has reached the age of sixty-five years, may apply in writing to the club secretary to be exempt from the attendance requirements.

G. ATTENDANCE RULES – Our Constitution provides that membership of any active, additional active, past active, past service, or senior active member shall automatically terminate if the member:

- ✓ Fails to attend 30% of our Club weekly meetings in any year;
- ✓ Fails to be present during 60% of Club meetings each half year.

The Board of Directors may grant exemptions to the foregoing rules for proper and sufficient reason. The Board may also grant a leave of absence upon written application, not to exceed twelve months.

H. RULES FOR MAKEUP – A member who misses or will miss the regular weekly meeting of the Club has the opportunity to “make up” the absence by attending another meeting of a Rotary Club, Rotary District, Interact, Rotoract Club, Board of Director meeting, Club Committee meeting, or online Rotary meeting

I. LEAVE OF ABSENCE – Upon written application to the Board, leave of absence may be granted excusing a member from attending the weekly Club meetings for a specified length of time. Leave of absence will be granted under the following conditions:

1. To any member who cannot attend meetings due to illness.
2. To any member being in an area where no Rotary club meets.
- 3a. Any request for leave of absence for reasons other than the above, for a period of less than four weeks, may be granted or rejected at the discretion of the Board. Their decision may not be appealed.
- 3b. Members shall continue paying dues during any leave of absence.
- 3c. If the member’s absence does not fall into any of the above categories, the absentee’s membership shall be terminated, but with the right to reapply for active membership as such time that attendance is possible. Upon such application, the

Board shall determine if the active membership requirements have been met according to the By-Laws.

J.PRESIDENT'S EXECUTIVE TRAINING SEMINAR – The Club expects the President-elect to attend the President's Executive Training Seminar and the District Assembly prior to assuming office in July. Registration fees for P.E.T.S. and for the District Assembly are paid by the Club

K.DISTRICT MEETING FEES – Registration fees for all Board members attending the annual District Assembly, District Conference, and other District sponsored seminars, workshops, and authorized meetings will be underwritten by the Petaluma Rotary Club.

L.FOUNDATION DIRECTORS' ELECTION – The Nominating Committee of the Petaluma Rotary Club Foundation will meet during the month of May to present to the membership a slate of incoming directors for election to the Foundation Board.

## ATTACHMENT A---SPECIAL EVENT FINANCIAL PROCEDURES

**Special Events Purpose:** The primary purpose of special events is fund-raising for continuing programs and future donation to community projects. Secondary purposes include distributing funds raised previously by other special events, or sometimes simply for fellowship within the Club. The type and nature of special events are determined each year based on the President-elect's goals. These special events, subject to Board approval, are incorporated as part of the Club annual budget. Each planned special event is budgeted to reach a designated target figure. Any committee chair or member planning a special event should obtain such budget information from the Club to assist them in their planning.

**Fiscal Guidelines:** The following guidelines have been developed by the Club to advise the members what procedures and rules should be followed pertinent to special events and what is expected by the Club:

1. The Club maintains financial records for all continuing special events and such records are available to Club members to facilitate their planning for each event.
2. The Club follows the fiscal policies stated in Section 16 regarding encumbrances of funds and payment of bills. Planned large or capital expenditures by any member as part of any special event should:
  - a) be cleared before purchase with the Club Secretary or Treasurer;
  - b) be cleared by the chairperson for the event and by the President.This is particularly important for costs advanced for special events.
3. Only Club Officers have the authority to enter into contracts on behalf of the Club. Special Event Chairpersons will be required to approve unpaid bills for payment by the Club. Unpaid bills submitted directly to the Club Treasurer or Secretary will also be subject to approval by the Special Event Chairperson.
4. Assets with a useful life of more than one year must be acquired in the Club's name. Expensive or durable goods which are potential Club property should only be purchased with prior Club approval. The member who acquires the asset should inquire before purchase if the Club can use the item(s).

5. Cash advances and expenditures that are essential to continued success of Special Events must receive prior Club approval. Chairpersons should make early arrangements for needed cash with the Club Secretary or Treasurer. For internal control and for the Club to maintain our nonprofit status, all income, expenses, bills, and receipts must go through the Club records.
6. Instructions to Club Financial Officers: Irregular, non-budgeted expenses must receive prior approval of the Board of Directors as follows:
  - a) When any such debt is submitted for payment later than sixty days after the date of the Event;
  - b) When any expense incurred as part of a Special Event is intended for the acquisition of personal property for the Club;
  - c) All income received and expenses paid resulting from Special Events should be submitted to and accounted for by the financial officers of the Club, who are bonded for handling the monetary matters of the Club. Revenues and unpaid bills should be submitted for deposit or payment within one week after the Event.
7. Non-Rotarians should not be allowed access to Club funds without the prior approval of the Board of Directors. We recommend that Club funds received from any Special Event be separated by source so that the Club Treasurer will maintain accurate records for reporting purposes.
8. All Special Event Chairpersons must identify all remaining unpaid debts of the Event within thirty days of the date of the Event.
9. Items of value (e.g., event tickets) shall not be traded or given to anyone as an inducement to provide services for any Event, unless sanctioned especially for the Event by the Board of Directors.
10. Tickets used for raffles, food, admission to events, or given in return for cash, should be separately identifiable and thereby not easily duplicated. Non-numbered tickets are not suggested for use for this reason. Chairs should maintain a log of numbered tickets to minimize payment problems.

Footnote: Members recording income and outgo should defer to the Club Treasurer who has a copy of the Rotary Club Treasurer's Manual.

## **ATTACHMENT B – NEW MEMBER PROCESS, PROCEDURES, and POLICY**

New members are proposed by an existing member. A prospective member is invited to attend lunch as a guest of the club.

It is recommended that they visit the club for 3 lunch meetings before their membership proposal is submitted.

The sponsoring member will complete the membership proposal form and submit it to the club secretary.

### **Article 13 Method of Electing Members**

**Section 1** – The name of a prospective active or honorary member, proposed by an active member of the club, shall be submitted to the board in writing, through the club secretary. A transferring or former of another club may be proposed to active membership by the former club. The proposal shall be kept confidential except as otherwise provided by this procedure.

**Section 2** – The board shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary club constitution.

**Section 3** – The board shall approve or disapprove the proposal within 30 days of its submission and shall notify the proposer, through the club secretary, of its decision. Board approval of a proposed honorary member constitutes election to such membership; the term of such membership shall be as determined by the board but may not exceed the term of the board.

**Section 4** – After board approval of a proposed active member, the prospective member shall be informed of the 5 purposes of Rotary and of the privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to be published to the club.

**Section 5** – If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee, as prescribed in these bylaws, shall be considered to be elected to membership.

If any such objection has been filed with the board, it shall vote on this matter at its next meeting. No written objection shall automatically be cause for rejection of an application. The board is charged with investigating the objection to determine its objectivity and validity. If approved despite the objection, the proposed member, upon payment of the admission fee, as prescribed in these bylaws, shall be considered to be elected to membership.

**Section 6** – Following the election, the president shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the president or secretary will report the new member information to RI and the president will assign a member to assist with the new member's assimilation to the club as well as assign the new member to a club project or function.

## **ATTACHMENT C**

### **Amendment to Policies and Procedures Rotary Club of Petaluma Adopted 10/30/12**

Whereas, all Rotary Clubs admit business and professional men and women regardless of race, creed, religion, color, or ethnic origin;

And, the principles of Rotary International recognize and respect the religions which distinguish and differentiate the club membership;

And, the club acknowledges that certain Rotary meetings and special events could conflict with the holy days of certain members;

And, the Object of Rotary is built on the principles of Friendship with all others along with tolerance of different religious beliefs;

Now, the Rotary Club of Petaluma declares that any active member shall be deemed exempt from attending a Club activity which falls on a holy day that conflicts with his or her religious beliefs.

Passed by unanimous vote on the thirtieth day of October, 2012.



## **ATTACHMENT D**

### **RESOLUTION 2016-2017 # ONE:**

WHEREAS the Rotary Club of Petaluma has traditionally announced the new President-Elect (Nominee) at the members' annual Holiday Party;

AND the deferral of this announcement, upon acceptance of the office by the President-Elect (Nominee) serves no functional purpose;

AND this delay may impair the actual time allotted to the President-Elect (Nominee) for preparation and planning for his/her term in office;

And the majority of all Rotary Clubs announce the President-Elect Nominee simultaneous to installation of the PRESIDENT and PRESIDENT-ELECT;

NOW the Rotary Club of Petaluma hereby resolves that the President-Elect (Nominee) shall be announced at the annual Golf Tournament in 2016 for the Rotary year 2018-19;

AND the Rotary Club of Petaluma further resolves that the President-Elect (Nominee) for the Rotary year 2019-2020 shall be announced in June to coincide with the annual INSTALLATION OF OFFICERS IN JUNE 2017.

Approved by the Petaluma Rotary Club Board of Directors on this date: July 18, 2016.

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This Resolution replaces Number 17(e) in Policies and Procedures which shall be amended with such verbiage to comply with the change in procedures.