

Rotary Club of Toledo Constitution Amendments - November, 2018

Section 9. Past President-Honorary Membership

(a) Eligibility.—A past president of the Rotary Club of Toledo who is in good standing and having served as president of the Toledo Rotary Club more than 15 years prior shall be entitled to have the membership category of Past President-Honorary.

(b) Right and Privileges. Past President-Honorary members shall not be considered as representing any classification, but shall be entitled to attend all meetings and to enjoy all other privileges of membership, including the right to vote on all matters, in the Rotary Club of Toledo.

Section 4. Election and Term of Office

(a) Each director shall be elected as provided in the By-Laws of the Club and shall take office on July 1 following their election. Directors elected to serve in office prior to July 2019 shall serve in office for three (3) years or until a successor has been elected and qualified. Directors elected to serve in office beginning in July 2019 shall have two Directors serve in office for a two (2) year term and one Director serve in office for a one (1) year term or until a successor has been elected and qualified. Directors elected to serve in office beginning in July 2020 and thereafter shall serve in office for a two (2) year term or until a successor has been elected and qualified.

Section 5. Termination – Attendance

Each member, other than an honorary, past president-honorary or senior member of this Club, shall observe the attendance requirements set forth in Article VII. If a member fails to meet these requirements, unless the Board of Directors consents to such non-attendance for good and sufficient reason, that person's membership shall be subject to termination.

**ROTARY CLUB OF TOLEDO
AMENDMENTS TO BYLAWS
11-18**

**ARTICLE I
DIRECTORS AND OFFICERS**

Section 1. Board of Directors

(b) Directors who are not officers shall serve terms as specified in the Constitution of the Club. Such terms shall commence July 1 of the year following election and end June 30 of the third, second or first year after taking office, in accordance with the term lengths provided in the Constitution of the Club, or when a successor takes office. No Director shall be elected to more than one consecutive full term. Officers shall serve on the Board during their terms of office.

Section 2. Officers

The officers of this Club shall be the President, the President-Elect, the Vice-President, and the Secretary-Treasurer, who shall serve terms of one (1) year commencing July 1 of the year following election and ending June 30 of the following year or when a successor takes office. All officers are expected to attend District Conferences and Assemblies.

Section 3. Duties of Officers

(c) Vice-President. (i) It shall be the duty of the Vice-President to preside at meetings of the Club and meetings of the Board of Directors in the absence of the President, and of the President-Elect, and to perform such other duties as ordinarily pertain to the office. (ii) The Vice-President shall be the Chairperson of the Foundation Advisory Committee and shall attend the annual Rotary Large Club Conferences. (iii) The Vice-President shall perform such other duties as may be assigned by the President with the approval of the Board.

(e) Executive Committee. The President, President-Elect, Vice-President, Secretary/Treasurer, and Executive Director shall comprise the Executive Committee of the Club. The Executive Committee shall meet in advance of the monthly meetings of the Board, Setting the agenda and performing such other tasks on behalf of the Board as may be

necessary between meetings of the Board. Actions taken by the Executive Committee between meetings of the Board shall be reported to the Board at the next meeting.

(f) Vacancies. If the office of President should become vacant, the President-Elect shall serve the unexpired term of the President and, in addition, shall serve the full succeeding term as President. Any vacancy in the office of the President not so filled may be filled by the Board. In the event that the President-Elect is unable to so serve for any reason, the Board shall fill the vacancy as it determines appropriate.

In the event a vacancy occurs in the office of the Vice President, the vacancy shall be filled by a special election of the membership.

ARTICLE II

ELECTION OF DIRECTORS AND OFFICERS

Section 1. Nominations

(a) The nominating committee shall nominate at least one (1) nominee, including any nomination by petition, for each Board of Directors position and each Officer position up for election. Nominations made by petition must be signed by twenty (20) club members in good standing. Such petitions must be filed with the Chair of the Nominating Committee at least fifteen (15) days prior to the annual meeting.

Section 3. Election of Directors

Each member present at the annual meeting shall be permitted to cast one vote for each of the Board of Directors' positions to be filled, Members absent from the annual meeting shall be permitted to vote by mail. The nominees receiving the highest number of votes for the Director positions to be filled shall be deemed elected and shall hold office for the term for which they were elected or until their successors have been elected and qualified.

Section 4. Election of Officers

(a) The Club members shall elect the Vice-President, who will automatically be elevated to the office of President-Elect at the first meeting in July following the next annual meeting, and then elevated to the office of President in the same fashion the next year thereafter.