

ARTICLES OF INCORPORATION
 OF
 BAKERSFIELD BREAKFAST ROTARY CLUB
 (A Nonprofit Public Benefit Corporation)

ENDORSED
 FILED
 In the office of the Secretary of State
 of the state of California

JAN 21 1983

MARCH PONG EU, Secretary of State
 Margaret L. Montgomery
 Deputy

I

The name of this corporation is BAKERSFIELD BREAKFAST
 ROTARY CLUB.

II

A. This corporation is a nonprofit ^{public} benefit corporation
 and is not organized for the private gain of any person. It is
 organized under the Nonprofit Public Benefit Corporation Law for
 public purposes.

B. The specific purpose of this corporation is to
 encourage and foster the ideal of service as a basis of worthy
 enterprise.

C. Notwithstanding any of the above statements of
 purposes and powers, this corporation shall not, except to an
 insubstantial degree, engage in any activities or exercise any
 powers that are not in furtherance of the specific purpose of
 this corporation.

III

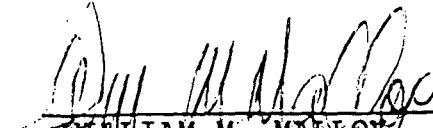
The name and address in the State of California of this
 corporation's initial agent for service of process is: WILLIAM
 M. MALLOY, 1675 Chester Avenue, Suite 320, Bakersfield, Ca.
 93301.

IV

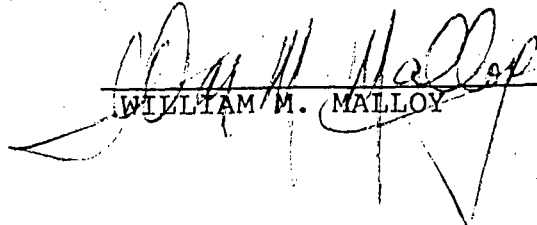
The property of this corporation is irrevocably dedicated
 to civic league or social welfare purposes and no part of the
 net income or assets of this corporation shall ever inure to the
 benefit of any director, officer or member thereof or to the
 benefit of any private person. Upon the dissolution or winding
 up of the corporation, its assets remaining after payment, of
 all debts and liabilities of this corporation shall be
 distributed to a nonprofit fund, foundation or corporation which
 is organized and operated exclusively for civic league or social
 welfare purposes and which has established its tax exempt status

under Section 501(c) (4) of the Internal Revenue Code.

Dated: January 17, 1983


WILLIAM M. MALLOY

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.


WILLIAM M. MALLOY

Dennis Scott - Director

James B. Jett - Director

Gene R. Bryan, Director

Constitution of the Rotary Club

BAKERSFIELD BREAKFAST

Article I Name

The name of this organization shall be Rotary Club of . . . BAKERSFIELD . . . BREAKFAST ROTARY CLUB (Member of Rotary International)

Article II Territorial Limits

SECTION 1—The territorial limits of this club are as follows: That portion of the City of Bakersfield, CA of Ming Av and its extension to the City limits, E. of HWY 99 of Brundage Ln and W of Cottonwood Rd

Article III 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;

Second. High ethical standards in business and professions; the recognition of the worthiness of all useful occupations; and the dignifying by each Rotarian of his occupation as an opportunity to serve society;

Third. The application of the ideal of service by every Rotarian to his personal, business and community life;

Fourth. The advancement of international understanding, goodwill, and peace through a world fellowship of business and professional men united in the ideal of service.

Article IV Meetings

*SECTION 1—This club shall meet regularly once each week on the day and at the time provided in the by-laws, provided that in an emergency, or for good cause, the board of directors of the club may change the regular meeting of any week to any day during the period commencing with the day following the preceding regular meeting and extending to the day preceding the next regular meeting of the club or to a different hour of the regular day, or to a different place, or cancel the regular meeting of any week when it falls on a legal holiday, or because of the death of the club president or an epidemic or a disaster affecting the entire community.

SECTION 2—An annual meeting for the election of officers of this club shall be held not later than the thirty-first day of December in each year as provided in the by-laws of this club.

Article V

Membership and Classification

*SECTION 1—Membership in a Rotary club shall be as set forth in Article IV, Section 3 of the Constitution of Rotary International and Article III of the By-laws of Rotary International.

SECTION 2—*Classifications.* (a) Each active member of this club shall be classified in accordance with his business or profession.

(b) The classification of each active member shall be that which covers the principal and recognized activity of the firm, company or institution with which he is connected, or if he be independently engaged in a business or profession, his classification shall be that which covers his principal and recognized business or professional activity.

(c) *How Corrected.* The board, in its discretion, may correct or adjust the classification of any member, whose membership has not terminated, if the circumstances warrant such action. Due notice of such proposed correction or adjustment shall be given to the member and he shall be allowed a hearing thereon.

*SECTION 3—*Limitations.* The active membership shall consist of but one man from each classification of business or profession, excepting the religion, news media and diplomatic services classifications, which may have more than one man in each such classification, and excepting the provision for additional active members as provided in Article III of the By-laws of Rotary International.

Article VI Directors and Officers

SECTION 1—The governing body of this club shall be a board of directors to be constituted as the by-laws of the club may provide.

SECTION 2—Except as herein otherwise specifically provided the decision of the board in all club matters shall be final, subject only to an appeal to the club. The board shall have general control over all officers and committees and may, for good cause, declare any office vacant. It shall constitute a board of appeal from the rulings of all officers and actions of all committees. Appeal may be taken from any decision of the board to the club. On such appeal the decision appealed from shall be reversed only by a two-thirds vote of the members present, at a regular meeting specified by the board, a quorum being present,

notice of such appeal having been given by the secretary to all members of the club at least five days previous to such meeting.

*SECTION 3—The officers of this club shall be a president, a president-elect, one or more vice-presidents, all of whom shall be members of the board, and a secretary, a treasurer, and a sergeant-at-arms, any or all of whom may or may not be members of the board as the by-laws of the club shall provide.

*SECTION 4—Each officer shall be elected as provided in the by-laws of the club and, except as may otherwise be provided in relation to the president, shall take office on the first day of July immediately following his election and shall serve for the period of his election or until his successor shall have been elected and qualified.

The president shall be elected, as the by-laws of the club may provide, within the period of not more than two years but not less than one year prior to the day on which he shall take office as president. He shall be a director of the board and shall serve as president-elect for the year immediately preceding the year in which he has to serve as president. The president shall take office on the first day of July in the Rotary year for which he is elected to serve as president, provided he has attended the district assembly (or if for good reason he cannot attend he sends an official replacement), and shall serve for the period of his election or until his successor shall have been elected and qualified.

Each officer and each director shall be an active (including additional active), senior active, or a past service member in good standing of this club.

Article VII Admission Fees and Dues

SECTION 1—Every active, senior active, and past service member of this club shall pay as an admission fee and as annual dues such sums as may be prescribed in the by-laws of this club except that a senior active or past service member who has held active membership in this club shall not be required to pay a second admission fee.

Article VIII Duration of Membership

SECTION 1—*Period.* Membership shall continue during the existence of the club unless terminated as hereinafter provided.

*SECTION 2—*How Terminated.* (a) Active membership shall automatically terminate if, and when, an active member ceases to be personally and actively

*The By-laws of Rotary International provide that each Rotary club admitted to membership in R.I. subsequent to 6 June, 1922, shall adopt this prescribed standard club constitution.

*As amended by 1980 Council on Legislation.

engaged in the classification of business or profession under which he is classified in the club or ceases to have his place of business or residence located within the territorial limits of the club, or his connection with his business establishment is severed, except that by permission of the club directors, (1) an active member moving from the territorial limits of the club, may be given special leave of absence for a period not exceeding one year to enable him to visit and become known to a Rotary club in the community to which he moves, providing he is still active in the same classification of business or profession and continues to comply with the attendance and all other conditions of Rotary membership; or (2) an active member who would be losing his classification without default on his part may retain his classification and be given special leave of absence for a period not exceeding one year to enable him to obtain new employment in his classification or in a new classification providing he continues to comply with the attendance and all other conditions of Rotary membership. The termination of his membership would take effect only at the end of the period of leave granted to him.

In the event an active member of a club ceases to have his place of business or residence within the territorial limits of the club, he may retain his membership in the club provided his new place of business or residence is located within the corporate limits of the city in which the club is located or within the territorial limits of an immediately adjoining club.

* (b) (1) The membership of an additional active member elected under the provisions of Article III, Section 3(a) of the By-laws of Rotary International shall automatically terminate with the termination of the membership of the active member who proposed him, or in the event such active member becomes a senior active member of this club. If such additional active member is promptly re-elected to active membership in this club, he shall not be required to pay a second admission fee.

* (2) An additional active member elected under Article III, Section 3(b) of the By-laws of Rotary International shall cease to be a member when the classification becomes vacant provided that when the classification is again filled he may (without prejudice to the right of the holder of the classification to propose an additional active member under Article III, Section 3(a) of the By-laws of Rotary International) then be re-elected.

* (c) Past service membership shall automatically terminate if, and when, a past service member re-enters active business or professional life, or if, and when, he ceases to reside within the territorial limits of this club or within the surrounding area or, if, and when, he becomes a senior active member under the provisions of Article III, Section 4(a) of the By-laws of Rotary International. The second of these provisions shall not apply to a past service member who has been an active member of this

club. Such member may reside and continue to reside in the locality of his residence at the time he ceased to be an active member of this club.

(d) Honorary membership shall automatically terminate on the thirtieth day of June next after the date of election. However, the board in its discretion may, by resolution, from year to year continue such honorary membership for the ensuing year. Such honorary membership may be continued by the board although the person so elected has ceased to reside within the territorial limits of the club.

* SECTION 3—*How to Rejoin*. When the membership of an active member has terminated as provided in the foregoing Section 2, such person may make new application for membership, under the same classification or another classification. Such application by an additional active member elected under the provisions of Article III, Section 3(a) of the By-laws of Rotary International shall be considered, before any other, for membership under the classification in which he applies. If elected to membership, he shall not be required to pay a second admission fee.

SECTION 4—*Termination—Non-payment of Dues*. Any member failing to pay his dues within thirty (30) days after the prescribed time shall be notified in writing by the secretary at his last known address. If the dues are not paid on or before ten (10) days from the date of notification said membership shall automatically terminate.

Such former member, at the discretion of the board, may be reinstated to membership upon his petition, and upon the payment of all his indebtedness to the club, provided that no former member can be reinstated to active membership if his former classification has been filled.

* SECTION 5—*Termination—Non-attendance*. (a) The membership of any active, senior active, or past service member except as provided in this Article, who is absent from four consecutive regular weekly meetings of this club shall automatically terminate, unless such absence is made up as herein-after provided, or he is excused by the board for good and sufficient reason.

Any member absent from a regular meeting of this club may make up such absence by attendance at a regular meeting of any other Rotary club or a provisional Rotary club at any time between the usual time of the regular meeting of this club immediately preceding the day of absence and the usual time of the regular meeting of this club immediately following the day of absence and be given full credit for attendance in this club for the regular meeting from which he was absent, provided notice of such attendance is given to this club by the secretary of the club visited or the member may make his own report, and provided, however, the member shall have put in at least 30 percent of his attendance during each half year at his home club, unless exempted by the board of directors of the club for good reasons upon written request from the member concerned.

Any active, senior active, or past service member of this club absent from a regular meeting of this club who attends a regular meeting of a Rotaract club or provisional Rotaract club or Interact club or provisional Interact club at the direction of this club at any time between the usual time of the regular meeting of this club immediately preceding the day of absence and the usual time of the regular meeting of this club immediately following the day of absence, shall be given full credit for attendance in this club for the regular meeting from which he was absent, provided notice of such attendance is given to this club by the member.

In the event an active, senior active, or past service member of this club presents himself at the regular time and place of meeting of any other club for the purpose of attending the meeting of such club, and such club has omitted, postponed, or changed the time or place of its meeting for said week, then such member shall be credited with attendance by this club for the week for which he would be entitled to credit had such meeting been held at the regular time and place, provided notice of such circumstances is given to this club by the secretary of the club visited or the member may make his own report.

Any active, senior active, or past service member of this club who is serving as an officer of Rotary International, or a committeeman of Rotary International, or as a special representative of the district governor, or who is in the employ of Rotary International absent from a regular meeting of this club on Rotary business shall be credited with attendance at such meeting missed while on such business, provided notice of such circumstances is given to this club by the member.

Any active, senior active, or past service member of this club absent from a regular meeting of this club while traveling with reasonable directness to or from a convention of Rotary International, a Council on Legislation, an international assembly, a Rotary Institute for past and present officers of Rotary International, a Rotary institute for present, past, and incoming officers of Rotary International, convened with the approval of the Board, the president acting for the Board of Rotary International, a Rotary regional conference, a Rotary International committee meeting, a Rotary district conference, a Rotary district assembly, any district meeting held by direction of the Board of Directors of Rotary International, any district committee meeting held by direction of the district governor, or a regularly announced intercity meeting of Rotary clubs shall be credited with attendance at such regular meeting of this club, provided notice of such circumstances is given to this club by the member.

Any active, senior active, or past service member of this club absent from a regular meeting of this club who attends a convention of Rotary International, a Council on Legislation, an international assembly, a Rotary institute

for past and present officers of Rotary International, a Rotary institute for present, past, and incoming officers of Rotary International, convened with the approval of the Board, the president acting for the Board of Rotary International, a Rotary regional conference, a Rotary International committee meeting, a Rotary district conference, a Rotary district assembly, any district meeting held by direction of the Board of Directors of Rotary International, any district committee meeting held by direction of the district governor, or a regularly announced intercity meeting of Rotary clubs, at any time between the usual time of the regular meeting of this club immediately preceding the day of absence and the usual time of the regular meeting of this club immediately following the day of absence shall be credited with attendance at such regular meeting of this club, provided notice of such attendance is given to this club by the member.

Any Rotarian who is absent from his club meeting due to his being directly and actively engaged in a district-sponsored service project in a remote area where the opportunity of making up his attendance is completely impossible shall be credited with attendance at such meeting.

(b) The membership of any active, senior active, or past service member, except as hereinafter provided, whose percentage of attendance is less than sixty per cent during the first or second six months of the club's fiscal year shall automatically terminate, unless he is excused by the board for good and sufficient reason.

(c) Any member who, because of protracted ill health or impairment, is physically unable to comply with the provisions of this section may, during the period of its continuance, upon application to the board, be excused from complying with attendance requirements and his absence shall not be computed in the attendance record of the club.

(d) Any senior active member who has been a member of one or more Rotary clubs for in the aggregate twenty years or more, and has reached the age of sixty-five years, or who has been a member of one or more Rotary clubs for in the aggregate fifteen years or more, and has reached the age of seventy years, may notify the secretary in writing of his desire to be excused from complying with attendance requirements. If approved by the board, such member's absence shall not be computed in the attendance record of the club, but such member's attendance may be computed if he so desires.

SECTION 6—Termination for Other Causes. (a) The membership of any member who shall cease to have the qualifications for membership in this club may be terminated by the board by the votes of not less than two-thirds of the members thereof, at a meeting called for that purpose.

(b) The membership of any member may be terminated by the board, for a reason which the board may deem to be sufficient, by the votes of not less

than two-thirds of the members thereof, at a meeting called for that purpose.

(c) In either case (a) or (b) the member shall be given at least ten days' notice in writing of such pending action and an opportunity to submit to the board a written answer. He shall also have the privilege of appearing before the board to state his case. Service of such notice shall be made by personal delivery or by registered letter to his last known address.

(d) In case of a decision to terminate membership the secretary shall, within seven days after the date of the board's decision, notify the member in writing of the decision of the board. Such member may, within fourteen days after the date of such notice, give written notice to the secretary of his intention either to appeal to the club or to arbitrate as provided in Article XII of this constitution. In the event he appeals, the board shall set a date for the hearing of the appeal at a regular meeting of the club, to be held within twenty-one days after the receipt of such written notice of appeal. At least five days' notice of such club meeting and its special business shall be given in writing to every member of the club, and only members of the club shall be permitted to be present when such appeal is considered at such meeting.

(e) When the board has terminated the membership of an active member as provided for in this Section, the club shall not elect a new member under his former classification until the time for hearing the appeal, if any, has expired and the club's decision or the decision of the arbitrators has been announced.

(f) The action of the board shall be final if no appeal to the club is taken and no arbitration is requested. If an appeal is taken, the action of the club shall be final.

SECTION 7—Resignation. The resignation of any member from this club shall be in writing (addressed to the president or secretary) and shall be accepted by the board, provided that all indebtedness of said member to the club has been paid.

SECTION 8—Property Interest—Forfeiture of. Any person whose membership in this club has been terminated in any manner shall forfeit all interest in any funds or other property belonging to the club.

Article IX Community, National and International Affairs

SECTION 1—The general welfare of the community, the nation and the world is a concern to the members of this club, and the merits of any public question involving such welfare shall be proper subjects of fair and intelligent study and discussion before a club meeting for the enlightenment of its members in forming their individual opinion. However, this club shall not express an opinion on any pending controversial public measure.

SECTION 2—This club shall not endorse or recommend any candidate for public office and shall not discuss at any

club meeting the merits or demerits of any such candidate.

SECTION 3—(a) This club shall neither adopt nor circulate resolutions or views, nor take corporate action, dealing with world affairs or international policies of a political nature.

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

Article X Rotary Magazines

SECTION 1—Unless this club is excused by the Board of Directors of Rotary International from complying with the provisions of this article in accordance with the By-laws of Rotary International, every active, senior active, or past service member of this club, by acceptance of such membership, voluntarily subscribes to the official magazine or to the approved regional magazine prescribed for this club by the Board of Directors of Rotary International. His subscription shall be handled in six month periods and shall continue as long as he is a member of the club and to the end of any six month period during which he may cease to be a member of the club.

SECTION 2—The amount of the subscription shall be collected by the club from each member semi-annually in advance and remitted to the Secretariat of Rotary International or to the office of such regional publication as may be determined by the Board of Directors of Rotary International.

Article XI Acceptance of Object and Compliance with Constitution and By-laws

A member by payment of his admission fee and dues thereby accepts the principles of Rotary as expressed in its object and submits himself to and agrees to comply with and be bound by the constitution and by-laws of this club, and on these conditions alone is entitled to the privileges of the club. No member shall be absolved from the observance of the constitution and by-laws on the plea that he has not received a copy of them.

Article XII Arbitration

Should any dispute arise between any member or members, or a former member or members, and the club, or any officer or the board of the club, relative to membership or to any alleged breach of the constitution or by-laws, or the expulsion of any member from the club, or on any account whatsoever which cannot be satisfactorily settled under the procedure already provided for such purpose, the matters in difference shall be settled by arbitration. Each party shall appoint an arbitrator and the ar-

*As amended by 1980 Council on Legislation.

arbitrators shall appoint an umpire. One member of a Rotary club may be appointed as umpire or as arbitrators. The decision arrived at by the arbitrators, or, in the event of their disagreement, by the umpire, shall be final and binding on all parties.

Article XIII By-Laws

SECTION 1—This club shall adopt by-laws not inconsistent with the Constitution and By-laws of Rotary International (and the rules of procedure for an area administration where established) and with this constitution, embodying additional provisions for the government of this club. Such by-laws may be amended from time to time as therein provided.

Article XIV Amendments

SECTION 1—*Time.* This constitution, except in an emergency as provided in Article VI, Section 2 of the By-laws of Rotary International, and except as provided in Section 4 of this Article, may be amended only by action of the Council on Legislation, and except that in the

event a sufficient number of members, with the general secretary by clubs recording their opposition to action by the council in adopting any proposed enactment to amend this Constitution, which will require action by the convention, as provided in Article IX, Section 10 (g) of the By-laws of Rotary International, this Constitution may be amended by the convention in the year following the meeting of the Council on Legislation by a majority vote of the electors present and voting at the time such amendments are submitted to the convention.

SECTION 2—*Who May Propose.* Amendments to this Constitution, except as provided in Section 4 of this Article, may be proposed only by a club, by a district conference, by the general council or the conference of Rotary International in Great Britain and Ireland, by the Council on Legislation, or by the Board of Directors of Rotary International.

SECTION 3—*Procedure.* Any proposal to amend this Constitution shall be delivered to the general secretary of Rotary International not later than the first day of August in the Rotary year

in which the Council on Legislation is to meet.

The general secretary of Rotary International shall mail a copy thereof to the secretary of each club by the first day of November in the Rotary year in which the Council on Legislation is to meet.

The general secretary of Rotary International shall transmit directly to the Council all duly proposed amendments.

The Council shall consider and act upon each such duly proposed amendment and any proffered amendments thereof.

SECTION 4—Article I (Name) and Article II (Territorial Limits) of this Constitution may be amended at any regular meeting of this club a quorum being present by the affirmative vote of a majority of members present and voting, provided that notice of such proposed amendment shall have been mailed to each member at least ten (10) days before such meeting, and provided further, that such amendment shall be submitted to the Board of Directors of Rotary International for its approval and shall become effective only when so approved.

Excerpts from the "Constitution of Rotary International
and "By-laws of Rotary International"

The Council on Legislation in 1980 amended the "Standard Rotary Club Constitution" by deleting portions dealing with membership in a Rotary club. The portions deleted were made because they duplicated the same provisions as recorded in the "Constitution of Rotary International" and "By-laws of Rotary International." Those portions of these two documents, as they are applicable to the "Standard Rotary Club Constitution" are reprinted as follows:

CONSTITUTION OF ROTARY
INTERNATIONAL

Article IV
Membership

SECTION 1—*Composition of Clubs.* (a) A Rotary club shall be composed of members who possess the qualifications herein-after provided and no club shall be qualified for membership in Rotary International unless the qualifications of its active members are as follows:

They are adult male persons of good character and good business or professional reputation, and

(1) engaged as proprietor, partner, corporate officer, or manager of any worthy and recognized business or profession;

(2) holding an important position in an executive capacity with discretionary authority in any worthy and recognized business or profession;

(3) acting as the local agent or branch representative of any worthy and recognized business or profession having charge of such agency or branch in an executive capacity;

and personally and actively engaged in the respective businesses or professions in which they are classified in the club and having their places of business or residence located within the territorial limits of the club.

In the event an active member of a club ceases to have his place of business or residence within the territorial limits of the club, he may retain his membership in the club provided his new place of business or residence is located within the corporate limits of the city in which the club is located or within the territorial limits of an immediately adjoining club.

(b) There shall not be more than one active member in each classification of business or profession, excepting the religion, news media and diplomatic service classifications, and excepting the provision for additional active members as provided in the by-laws.

(c) The by-laws of Rotary International may provide for kinds of membership in addition to active membership in Rotary clubs to be designated as senior active, past service, and honorary membership and shall prescribe

BY-LAWS OF ROTARY
INTERNATIONAL

Article III
Membership in Clubs

*SECTION 1—*Kinds.* A Rotary club shall have four kinds of membership, namely: active, senior active, past service and honorary.

*SECTION 2—*Active.* A person possessing the qualifications set forth in Section 3 of Article IV of the Constitution of Rotary International may be elected to active membership in a Rotary club.

*SECTION 3—*Additional Active Member.* (a) Any active member of a club may propose for and the club may elect to active membership one additional man who is actively engaged in the same classification of business or profession as that of the proposer, whose classification shall be the same as that of the proposer. The qualifications of such additional active member shall be the same as set forth in Section 3 of Article IV of the Constitution of Rotary International for active membership. Such additional active member is in all respects an active member except that he may not propose an additional active member under this paragraph, and the membership of an additional active member elected under the foregoing provisions of this section shall automatically terminate with the termination of the active membership of the proposer, or in the event the proposer becomes a senior active member.

(b) The club may, subject to the approval of the holder of the classification, elect to additional active membership in the club any former active member of a Rotary club whose place of business whereat he is actively engaged or whose residence is within the territorial limits of the club and who is otherwise qualified for membership provided:

(1) that there shall, in no case, be more than one additional active member elected under this paragraph of this section in respect of any one classification, and

(2) that any member so elected shall have terminated membership of his former club only because he ceased to be actively engaged within the territorial limits of that club in the classification of business or profession under which he was classified in that club, and

(3) that an additional active member

section shall cease to be a member when the classification becomes vacant, provided that when the classification is again filled, he may (without prejudice to the right of the holder of the classification to propose an additional active member under paragraph (a) of this section) then be re-elected.

SECTION 4—*Senior Active Membership.* (a) Any active member of a club or past service member whose combined active and past service membership in one or more clubs conforms with the service requirements as hereinafter set forth

(1) who has been a member of one or more clubs for a total of fifteen or more years,

or

(2) who is of the age of sixty or more after having been a member of one or more clubs for a total of ten or more years,

or

(3) who is of the age of sixty-five or more after having been a member of one or more clubs for a total of five or more years,

or

(4) who is a present or a past officer of Rotary International shall automatically and forthwith become a senior active member.

(b) Any club may, at its option, elect to senior active membership in the club any former member of any club who was a senior active member or was eligible to become a senior active member at the time he ceased to be a member of a club, provided such former member resides or whose place of business whereat he is actively engaged is within the territorial limits of the club or within the surrounding area.

(c) A senior active member shall have all the rights, privileges and responsibilities of an active member, except that

(1) he shall not be considered as representing any business or professional classification; and

(2) he shall not have the right to propose an additional active member under Section 2(a) hereof.

A club may admit to membership a qualified person in the classification of business or profession in which such senior active member may be engaged.

*SECTION 5—*Past Service.* (a) A former active member of a club, whose active membership was terminated by

cause of his retirement from active business or professional life, may be elected a past service member in the club in which he held active membership or in any other club provided that he has been an active member in one or more clubs for five or more years. Such former member may be elected to past service membership at the time of, or at any time after, the termination of his active membership, provided he has all the other qualifications of a past service member. If his retirement from business or professional life occurs after he has ceased to be a member of a club, he is not eligible to past service membership. A past service member shall be required to pay an admission fee unless he is elected a member of the club in which he has been an active member, in which case he shall not be required to pay a second admission fee. A past service member must reside and continue to reside within the territorial limits of the club in which he holds past service membership, or within the surrounding area, unless he is elected a past service member of the club in which he has been an active member in which case he may reside in the locality of the residence at the time he ceased to hold active membership.

(b) A past service member shall have all the rights, privileges and responsi-

bilities of an active member except that he shall not be considered as representing any business or professional classification nor may he become a senior active member (except as provided in Section 4 (a) of this Article), nor shall he have the right to propose an additional active member.

SECTION 6—*Dual Membership.* No person shall simultaneously hold active, senior active, or past service membership in more than one club.

SECTION 7—*Honorary Membership.* A male person who resides within or who has resided within the territorial limits of the club and who has distinguished himself by meritorious service in the furtherance of Rotary ideals there or elsewhere, may be elected to honorary membership in the club.

Honorary member shall be exempt from the payment of admission fees and dues, shall have no vote and shall not be eligible to hold any office in the club; shall not be considered as representing a classification, but shall be entitled to attend all meetings and enjoy all the other privileges of the club. No honorary member of a club is entitled to any rights or privileges in any other club.

*SECTION 8—*Religion, News Media and Diplomatic Service.* Representa-

tives of more than one religious denomination, representatives of more than one newspaper and/or other news media and diplomatic representatives of more than one government may be eligible to active membership under such classifications provided that such representatives otherwise possess the qualifications as set forth in the Constitution and these By-laws.

SECTION 9—*Public Office.* Persons elected or appointed to public office for a specified time only shall not be eligible to active membership in a club under the classification of such office. This shall not apply to persons holding a position or office in schools, colleges, or other institutions of learning or to persons who are elected or appointed to the judiciary.

An active member in a club who is elected or appointed to public office for a specified period may during the period in which he holds such office continue as such active member in the club under the classification represented by him in the club immediately prior to such election or appointment.

SECTION 10 — *Rotary International Employment.* Any club may retain in its membership any member thereof who enters the employment of Rotary International, so long as he remains in such employment.

Dennis Scott - Director
James B. Jett - Director
Lynn R. Bryan, Director

NOTE: These by-laws are recommended only and may be changed by any Rotary club to meet its own conditions, provided such changes are not out of harmony with the club constitution or with the constitution and by-laws of Rotary International. If any doubt exists, the proposed changes should be submitted to the general secretary of Rotary International for the consideration of the board of directors of Rotary International. (Where alternative plans are provided in these by-laws, only one of the alternatives is to be adopted by the club. The text of the other should be crossed out.)

By-Laws of the Rotary Club of BAKERSFIELD BREAKFAST

Article I

Election of Directors and Officers

SECTION 1—At a regular meeting one month prior to the meeting for election of officers nominations shall be called for by the presiding officer for candidates for the board of directors, any number of nominations may be made by the members from the floor. These nominations shall be placed upon a ballot and voted for at the annual meeting and the candidates securing the highest number of votes shall be declared elected.

SECTION 2—The board of directors-elect shall meet within one week after the annual meeting and shall elect from its members the following:

(1) a president who shall serve as a member of the board as president-elect for the year commencing on the first day of July next following his election as president, and shall assume office as president on the first day of July immediately following his year of service on the board as president-elect;

(2) one or more vice-presidents;

(3) a secretary, a treasurer and a sergeant-at-arms, any and all of whom may or may not be members of the board.

If not otherwise members of the board, the secretary and the treasurer elected at this meeting shall become ex officio members of the board in the year for which they are elected to serve and shall have such responsibilities and privileges of membership thereon as the board may determine.

(Note.—The following two sections are given as an alternative plan which may be adopted instead of that given above. Cross out the sections not adopted.)

Article I—Alternative Plan

SECTION 1—At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president, vice-president, secretary, treasurer and members of the board of directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both, as the club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president, vice-president, secretary and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The candidates for director receiving a majority of the votes shall be declared elected as directors. The president elected in such balloting shall serve as a member of the board as president-elect for the year commencing on the first day of July next following his election as president, and shall assume office as president on the first day of July immediately following his year of service on the board as president-elect.

SECTION 2—The officers and directors, so elected, together with the immediate past president shall constitute the board of directors. Within one week after their election the board of directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

SECTION 3—A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

SECTION 4—A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining members of the board of directors-elect.

Article II

Board of Directors

SECTION 1—The governing body of this club shall be the board of directors, elected in accordance with Article I, Section 1, of these by-laws.

(Note.—If the alternative plan in Article I has been adopted, it is necessary to adopt the following alternative plan in this Article. Cross out the section not adopted.)

Article II—Alternative Plan

SECTION 1—The governing body of this club shall be the board of directors, consisting of members of this club, namely, directors elected in accordance with Article I, Section 1, of these by-laws, the president, vice-president, president-elect, secretary, treasurer and the immediate past president.

Article III

Duties of Officers

SECTION 1—*President.* It shall be the duty of the president to preside at meetings of the club and board and to perform such other duties as ordinarily pertain to his office.

SECTION 2—*Vice President.* It shall be the duty of the vice president to preside at meetings of the club and board in the absence of the president and to perform such other duties as ordinarily pertain to his office.

SECTION 3—*Secretary.* It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to Rotary International, including the semi-annual reports of membership, which shall be made to the general secretary of Rotary International on January 1st and July 1st of each year, the report of changes in membership, which shall be made to the general secretary of Ro-

tary International, the monthly report of attendance at the club meetings which shall be made to the district governor immediately following the last meeting of the month, collect and remit to Rotary International subscriptions to THE ROTARIAN, and perform such other duties as usually pertain to his office.

SECTION 4—*Treasurer.* It shall be the duty of the treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board and to perform such other duties as pertain to his office. Upon his retirement from office he shall turn over to his successor or to the president all funds, books of accounts or any other club property in his possession.

SECTION 5—*Sergeant-at-Arms.* The duties of the sergeant-at-arms shall be such as are usually prescribed for his office and such other duties as may be prescribed by the president or the board.

Article IV

Meetings

SECTION 1—*Annual Meeting.*¹ An annual meeting of this club shall be held on the 3rd Wed of December

in each year, at which time the election of directors to serve for the ensuing year shall take place.

(Note: It will be necessary to adopt the following alternative plan if the alternative plan in Article I has been adopted. Cross out the section not adopted.)

Article IV—Alternative Plan

SECTION 1—*Annual meeting.*¹ An annual meeting of this club shall be held on the

in each year at which time the election of officers and directors to serve for the ensuing year shall take place.

SECTION 2—The regular weekly meetings of this club shall be held on Wednesdays (day) at 6:45 AM (time).

Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

¹Note: Art. IV, Sec. 2 of the Standard Club Constitution provides that "An annual meeting for the election of officers of this club shall be held not later than the thirty-first day of December in each year as provided in the by-laws of this club."

SECTION 3—One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

SECTION 4—Regular meetings of the board shall be held on.....
.....3rd. Tues. of each Month.

.....
of each month. Special meetings of the board, shall be called by the president, whenever deemed necessary, or upon the request of two members of the board, due notice having been given.

SECTION 5—A majority of the board members shall constitute a quorum of the board.

Article V Fees and Dues

SECTION 1—The admission fee shall be \$.....50.00.....to be paid before the applicant can qualify as a member.

SECTION 2—The membership dues shall be \$.....60.00.....per annum, payable semi-annually on the first day of July and of January, with the understanding that two dollars and seventy-five cents (\$2.75) of each semi-annual payment shall be applied to each member's subscription to THE ROTARIAN magazine.

(Note: The subscription price of *The Rotarian* in the United States is \$5.50 per annum. \$7.00 in India per annum, and \$6.00 elsewhere per annum. The subscription price of *Revista Rotaria* is \$7.50 per annum.)

Article VI

Method of Voting

The business of this club shall be transacted by *viva voce* vote except the election of officers and directors which shall be by ballot.

Article VII Committees

SECTION 1—(a) The president shall, subject to the approval of the board, appoint the following standing committees:

Community service committee
International service committee
Vocational service committee

(b) The president shall, subject to the approval of the board, also appoint such committees on particular phases of community service, international service and vocational service as he may deem necessary.

(c) The community service committee, the international service committee and the vocational service committee shall each consist of a chairman, who shall be named by the president from the membership of the board,

and of not less than two other members.

(d) The president shall, subject to the approval of the board, appoint the following committees on particular phases of club service:

Attendance committee
Fellowship activities committee
Magazine committee
Membership committee
Membership development committee
Program committee
Public relations committee

appoint one member each year to the following committees:

Classifications committee
Rotary information committee

and appoint any other committees that he may deem necessary for the international administration of club affairs.

(e) Where feasible and practicable in the appointment of club committees, there should be provision for continuity of membership, either by appointing one or more members for a second term or by appointing one or more members to a two-year term.

No member shall be eligible to serve on the same committee for more than two successive years, except as otherwise specifically provided in these by-laws.

(f) The classifications, Rotary information and youth committees shall each consist of three members, one member of each committee to be appointed each year for a term of three years.

The first appointments made under this provision shall be as follows: Three members: one member for a term of one year; one member for a term of two years; one member for a term of three years.

(g) The magazine committee shall, wherever feasible, include the editor of the club publication and a local newspaper or advertising member of the club.

(h) The president shall also appoint one member of the board who shall be responsible for all club service activities and who shall supervise and coordinate the work of all committees appointed on particular phases of club service.

(i) The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon.

(j) Each committee shall transact such business as is delegated to it in the by-laws and such additional business as may be referred to it by the

president or the board. Except where special authority is given by the board, such committees shall not take action until a report has been made to the board and approved by the board.

Article VIII

Duties of Committees

SECTION 1—*Community Service Committee*. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The chairman of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community service.

SECTION 2—*International Service Committee*. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to international service. The chairman of this committee shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of international service.

SECTION 3—*Vocational Service Committee*. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairman of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

SECTION 4—(a) *Attendance Committee*. This committee shall devise means for encouraging attendance at all Rotary meetings—including attendance at district conferences, intercity meetings, regional conferences, and international conventions by all club members. This committee shall especially encourage attendance at regular meetings of this club and attendance at regular meetings of other clubs when unable to attend meetings of this club; keep all members informed on attendance requirements; promote better incentives for good attendance; and seek to ascertain and remove the conditions that contribute to unsatisfactory attendance.

(b) *Classifications Committee.* This committee shall as early as possible, but no later than 31 August of each year, make a classification survey of the community; shall compile from the survey a roster of filled and unfilled classifications, using the guide to classifications; shall review, where necessary, existing classifications represented in the club; and shall counsel with the board on all classification problems.

(c) *Fellowship Activities Committee.* This committee shall promote acquaintance and friendship among the members, promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the club as may be assigned by the president or the board.

(d) *Magazine Committee.* This committee shall stimulate reader interest in THE ROTARIAN and/or REVISTA ROTARIA; sponsor a magazine week; arrange for brief monthly reviews of the magazine on regular club programs; encourage the use of the magazine in the induction of new members; provide a copy of the magazine for non-Rotarian speakers; secure international service and other special subscriptions for libraries, hospitals, schools and other reading rooms; send news items and photographs to the editor of the magazine and in other ways make the magazine of service to the club members and non-Rotarians.

(e) *Membership Committee.* This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board.

(f) *Membership Development Committee.* This committee shall review continually the club roster of filled and unfilled classifications and shall take positive action to initiate and present to the board the names of suitable persons to fill unfilled classifications.

(g) *Program Committee.* This committee shall prepare and arrange the programs for the regular and special meetings of the club.

(h) *Public Relations Committee.* This committee shall devise and carry into effect plans (1) to give the public generally information about Rotary, its history, object and scope; and (2) to secure proper publicity for the club.

(i) *Rotary Information Committee.* This committee shall devise and carry

into effect plans (1) to give prospective members information about the privileges and responsibilities of membership in a Rotary club, (2) to give the members, especially the new members, adequate understanding of the privileges and responsibilities of members, (3) to give the members information about Rotary, its history, object, scope, activities, and (4) to give the members information as to developments in the administrative operation of Rotary International.

Article IX Leave of Absence

Upon written application to the board, setting forth good and sufficient cause, leave of absence may be granted excusing a member from attending the meetings of the club for a specified length of time.

(Note: Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's attendance. Unless he attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provision of Art. VIII, Sec. 5 (c) or (d) of the standard club constitution is not computed in the attendance record of the club.)

Article X Finances

SECTION 1—The treasurer shall deposit all funds of the club in some bank to be named by the board.

SECTION 2—All bills shall be paid only by checks signed by the treasurer upon vouchers signed by any two officers. A thorough audit by a certified public accountant or other qualified person shall be made once each year of all the club's financial transactions.

SECTION 3—Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

SECTION 4—The fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into two semi-annual periods extending from July 1st to December 31st, and from January 1st to June 30th. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

(Note: Magazine subscriptions for members joining during a semi-annual period are payable upon invoice from the secretariat.)

SECTION 5—At the beginning of each fiscal year the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

Article XI

Method of Electing Members

SECTION 1—*Active members (including additional active members).*

(1) The name of a prospective member, proposed by an active, senior active or past service member of the club or by the membership development committee, shall be submitted to the board in writing, through the club secretary. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure.

(2) The board shall request the classifications committee to consider and report to the board on the eligibility of the proposed member from the standpoint of classification, and shall request the membership committee to investigate and report to the board on the eligibility of the proposed member from the standpoint of character, business and social standing, and general eligibility.

(3) The board shall consider and approve or disapprove the recommendations of the classifications and membership committees and shall then notify the proposer, through the club secretary, of its decision.

(4) If the decision of the board is favorable, the proposer, together with one or more members of the Rotary information committee, shall inform the prospective member of the purposes of Rotary and of the privileges and responsibilities of membership in the club, following which the prospective member shall be requested to complete and submit an application for membership and to give his permission for his name and proposed classification to be published to the club.

(5) If no written objection to the proposal, stating reasons, is received by the board from any member of the club within 10 days following publication of the name of the prospective member, the prospective member, upon payment of his admission fee, as prescribed in Article V of these by-laws, shall be considered to be elected to membership.

If any objection has been filed with the board, it shall consider the same at any regular or special meeting of the board and shall ballot on the proposed member. If not to exceed . . . negative votes are cast by the members of the board in attendance at such regular or special meeting, the proposed member, upon payment of the prescribed admission fee, shall be considered to be elected to membership.

Following the member's election to membership as herein provided, the club secretary shall issue a membership card to the member and shall report his name to the general secretary of Rotary International.

(6) The member shall be formally introduced as a new member at a regular meeting of the club.

SECTION 2 — Senior Active, Past Service, and Honorary Members. The name of a proposed candidate for any one of these three kinds of membership shall be submitted to the board of directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member provided, however, that such proposal may be considered at any regular or special meeting of the board and that the board may at its discretion waive any of the steps as set forth in Section 1 of this Article and proceed to ballot on the proposed member. If not to exceed . . . negative votes are cast by the members of the board in attendance at the regular or special meeting, the proposed member shall be considered duly elected, provided, however, that any active member or past service member of this club who qualifies for senior active membership as set forth in the constitution of this club shall automatically become a senior active member of this club, no application for or election to such senior active membership being required.

SECTION 3—Re-election of Former Additional Active Member.

(1) The application of a former additional active member of this club who

was elected as such member under Article III, Section 2(a) of the by-laws of Rotary International and whose membership was terminated as provided in Article VIII, Section 2(b) (1) of the constitution of this club shall be considered promptly by the board and in advance of any other application or proposal under the same classification or another classification.

(2) When the membership of an additional active member elected under the provisions of Article III, Section 3(b) of the By-laws of Rotary International has ceased as a result of the classification becoming vacant, then, when the classification is again filled, he may (without prejudice to the right of the holder of the classification to propose an additional active member under Article III, Section 3(a) be re-elected.

(3) At its discretion the board may refer any application to the classifications and membership committees and the board may provide for a ten-day period during which any member objecting to the election of any proposed member shall notify the board in writing, stating reasons for his objection. At any regular or special meeting, the board shall proceed to ballot on any application taking into account, where applicable, reports from the classifications and membership committees and any objections filed. If not to exceed . . . negative votes are cast by members of the board in attendance at the regular or special meeting, the former additional active member or members shall be considered duly elected to membership and shall be so notified by the secretary. In the event any appli-

cation is rejected the applicant shall be so notified by the secretary.

(Note: In lieu of this by-law providing for election of membership by a final ballot by the board, a club may adopt a by-law which will provide for election of applicants for active senior active, past service or honorary membership by a final ballot by the club members at a regular meeting, a quorum being present and a three-fourths vote of all members in attendance being necessary to an election.)

Article XII Resolutions

SECTION 1—No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

Article XIII Order of Business

Meeting called to order.
Introduction of visiting Rotarians.
Correspondence and announcements.
Committee reports, if any.
Any unfinished business.
Any new business.
Address or other program feature.
Adjournment.

Article XIV Amendments

These by-laws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed to each member at least ten days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the club constitution and with the constitution and by-laws of Rotary International.

Dean Scott - Director
James B. Jett - Director
Lynn R. Bryan, Director

NOTE: These by-laws are recommended only and may be changed by any club to meet its own conditions, provided such changes are not out of harmony with the constitution or with the constitution and by-laws of Rotary International. If any doubt exists, the proposed changes should be submitted to the general secretary of Rotary International for the consideration of the board of directors of Rotary International. (Where alternative plans are provided in these by-laws, only one of the alternatives is to be adopted by the club. The text of the other should be crossed out.)

By-Laws of the Rotary Club of BAKERSFIELD BREAKFAST

Article I

Election of Directors and Officers

SECTION 1—At a regular meeting one month prior to the meeting for election of officers nominations shall be called for by the presiding officer for candidates for the board of directors; any number of nominations may be made by the members from the floor. These nominations shall be placed upon a ballot and voted for at the annual meeting and the candidates securing the highest number of votes shall be declared elected.

SECTION 2—The board of directors-elect shall meet within one week after the annual meeting and shall elect from its members the following:

(1) a president who shall serve as a member of the board as president-elect for the year commencing on the first day of July next following his election as president, and shall assume office as president on the first day of July immediately following his year of service on the board as president-elect;

(2) one or more vice-presidents;

(3) a secretary, a treasurer and a sergeant-at-arms, any and all of whom may or may not be members of the board.

If not otherwise members of the board, the secretary and the treasurer elected at this meeting shall become ex officio members of the board in the year for which they are elected to serve and shall have such responsibilities and privileges of membership thereon as the board may determine.

(Note.—The following two sections are given as an alternative plan which may be adopted instead of that given above. Cross out the sections not adopted.)

Article 1—Alternative Plan

SECTION 1—At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president, vice-president, secretary, treasurer and members of the board of directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both, as the club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for president, vice-president, secretary and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The candidates for director receiving a majority of the votes shall be declared elected as directors. The president elected in such balloting shall serve as a member of the board as president-elect for the year commencing on the first day of July next following his election as president, and shall assume office as president on the first day of July immediately following his year of service on the board as president-elect.

SECTION 2—The officers and directors, so elected, together with the immediate past president shall constitute the board of directors. Within one week after their election the board of directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

SECTION 3—A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

SECTION 4—A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining members of the board of directors-elect.

Article II Board of Directors

SECTION 1—The governing body of this club shall be the board of directors, elected in accordance with Article I, Section 1, of these by-laws.

(Note.—If the alternative plan in Article I has been adopted, it is necessary to adopt the following alternative plan in this Article. Cross out the section not adopted.)

ALTERNATIVE PLAN

Article II—Alternative Plan

SECTION 1—The governing body of this club shall be the board of directors, consisting of members of this club, namely, directors elected in accordance with Article I, Section 1, of these by-laws, the president, vice-president, president-elect, secretary, treasurer and the immediate past president.

Article III Duties of Officers

SECTION 1—President. It shall be the duty of the president to preside at meetings of the club and board and to perform such other duties as ordinarily pertain to his office.

SECTION 2—Vice President. It shall be the duty of the vice president to preside at meetings of the club and board in the absence of the president and to perform such other duties as ordinarily pertain to his office.

SECTION 3—Secretary. It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to Rotary International, including the semi-annual reports of membership, which shall be made to the general secretary of Rotary International on January 1st and July 1st of each year, the report of changes in membership, which shall be made to the general secretary of Ro-

tary International, the monthly report of attendance at the club meetings which shall be made to the district governor immediately following the last meeting of the month, collect and remit to Rotary International subscriptions to THE ROTARIAN, and perform such other duties as usually pertain to his office.

SECTION 4—Treasurer. It shall be the duty of the treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board and to perform such other duties as pertain to his office. Upon his retirement from office he shall turn over to his successor or to the president all funds, books of accounts or any other club property in his possession.

SECTION 5—Sergeant-at-Arms. The duties of the sergeant-at-arms shall be such as are usually prescribed for his office and such other duties as may be prescribed by the president or the board.

Article IV Meetings

SECTION 1—Annual Meeting.¹ An annual meeting of this club shall be held on the 3rd Wed of December

in each year, at which time the election of directors to serve for the ensuing year shall take place.

(Note: It will be necessary to adopt the following alternative plan if the alternative plan in Article I has been adopted. Cross out the section not adopted.)

ALTERNATIVE PLAN

Article IV—Alternative Plan

SECTION 1—Annual meeting.¹ An annual meeting of this club shall be held on the in each year at which time the election of officers and directors to serve for the ensuing year shall take place.

SECTION 2—The regular weekly meetings of this club shall be held on Wednesdays (day) at 6:45 AM (time).

Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

¹Note: Art. IV, Sec. 2 of the Standard Club Constitution provides that "An annual meeting for the election of officers of this club shall be held not later than the thirty-first day of December in each year as provided in the by-laws of this club."

SECTION 3—One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

SECTION 4—Regular meetings of the board shall be held on.....
.....3rd Tues. of each Month.

of each month. Special meetings of the board, shall be called by the president, whenever deemed necessary, or upon the request of two members of the board, due notice having been given.

SECTION 5—A majority of the board members shall constitute a quorum of the board.

Article V

Fees and Dues

SECTION 1—The admission fee shall be \$.....50.00.....to be paid before the applicant can qualify as a member.

SECTION 2—The membership dues shall be \$.....60.00.....per annum, payable semi-annually on the first day of July and of January, with the understanding that two dollars and seventy-five cents (\$2.75) of each semi-annual payment shall be applied to each member's subscription to THE ROTARIAN magazine.

(Note: The subscription price of *The Rotarian* in the United States is \$5.50 per annum, \$7.00 in India per annum, and \$6.00 elsewhere per annum. The subscription price of *Revista Rotaria* is \$7.50 per annum.)

Article VI

Method of Voting

The business of this club shall be transacted by *viva voce* vote except the election of officers and directors which shall be by ballot.

Article VII

Committees

SECTION 1—(a) The president shall, subject to the approval of the board, appoint the following standing committees:

Community service committee
International service committee
Vocational service committee

(b) The president shall, subject to the approval of the board, also appoint such committees on particular phases of community service, international service and vocational service as he may deem necessary.

(c) The community service committee, the international service committee and the vocational service committee shall each consist of a chairman, who shall be named by the president from the membership of the board,

and of not less than two other members.

(d) The president shall, subject to the approval of the board, appoint the following committees on particular phases of club service:

Attendance committee
Fellowship activities committee
Magazine committee
Membership committee
Membership development committee
Program committee
Public relations committee

appoint one member each year to the following committees:

Classifications committee
Rotary information committee

and appoint any other committees that he may deem necessary for the internal administration of club affairs.

(e) Where feasible and practicable in the appointment of club committees, there should be provision for continuity of membership, either by appointing one or more members for a second term or by appointing one or more members to a two-year term.

No member shall be eligible to serve on the same committee for more than two successive years, except as otherwise specifically provided in these by-laws.

(f) The classifications, Rotary information and youth committees shall each consist of three members, one member of each committee to be appointed each year for a term of three years.

The first appointments made under this provision shall be as follows: Three members: one member for a term of one year; one member for a term of two years; one member for a term of three years.

(g) The magazine committee shall, wherever feasible, include the editor of the club publication and a local newspaper or advertising member of the club.

(h) The president shall also appoint one member of the board who shall be responsible for all club service activities and who shall supervise and coordinate the work of all committees appointed on particular phases of club service.

(i) The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon.

(j) Each committee shall transact such business as is delegated to it in the by-laws and such additional business as may be referred to it by the

president or the board. Except where special authority is given by the board, such committees shall not take action until a report has been made to the board and approved by the board.

Article VIII

Duties of Committees

SECTION 1—*Community Service Committee*. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The chairman of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community service.

SECTION 2—*International Service Committee*. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to international service. The chairman of this committee shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of international service.

SECTION 3—*Vocational Service Committee*. This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairman of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

SECTION 4—(a) *Attendance Committee*. This committee shall devise means for encouraging attendance at all Rotary meetings—including attendance at district conferences, intercity meetings, regional conferences, and international conventions by all club members. This committee shall especially encourage attendance at regular meetings of this club and attendance at regular meetings of other clubs when unable to attend meetings of this club; keep all members informed on attendance requirements; promote better incentives for good attendance; and seek to ascertain and remove the conditions that contribute to unsatisfactory attendance.

(b) *Classifications Committee.* This committee shall as early as possible, but no later than 31 August of each year, make a classification survey of the community; shall compile from the survey a roster of filled and unfilled classifications, using the guide to classifications; shall review, where necessary, existing classifications represented in the club; and shall counsel with the board on all classification problems.

(c) *Fellowship Activities Committee.* This committee shall promote acquaintance and friendship among the members, promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the club as may be assigned by the president or the board.

(d) *Magazine Committee.* This committee shall stimulate reader interest in THE ROTARIAN and/or REVISTA ROTARIA; sponsor a magazine week; arrange for brief monthly reviews of the magazine on regular club programs; encourage the use of the magazine in the induction of new members; provide a copy of the magazine for non-Rotarian speakers; secure international service and other special subscriptions for libraries, hospitals, schools and other reading rooms; send news items and photographs to the editor of the magazine and in other ways make the magazine of service to the club members and non-Rotarians.

(e) *Membership Committee.* This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board.

(f) *Membership Development Committee.* This committee shall review continually the club roster of filled and unfilled classifications and shall take positive action to initiate and present to the board the names of suitable persons to fill unfilled classifications.

(g) *Program Committee.* This committee shall prepare and arrange the programs for the regular and special meetings of the club.

(h) *Public Relations Committee.* This committee shall devise and carry into effect plans (1) to give the public generally information about Rotary, its history, object and scope; and (2) to secure proper publicity for the club.

(i) *Rotary Information Committee.* This committee shall devise and carry

into effect plans (1) to give prospective members information about the privileges and responsibilities of membership in a Rotary club, (2) to give the members, especially the new members, adequate understanding of the privileges and responsibilities of members, (3) to give the members information about Rotary, its history, object, scope, activities, and (4) to give the members information as to developments in the administrative operation of Rotary International.

Article IX Leave of Absence

Upon written application to the board, setting forth good and sufficient cause, leave of absence may be granted excusing a member from attending the meetings of the club for a specified length of time.

(Note: Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's attendance. Unless he attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provision of Art. VIII, Sec. 5 (c) or (d) of the standard club constitution is not computed in the attendance record of the club.)

Article X Finances

SECTION 1—The treasurer shall deposit all funds of the club in some bank to be named by the board.

SECTION 2—All bills shall be paid only by checks signed by the treasurer upon vouchers signed by any two officers. A thorough audit by a certified public accountant or other qualified person shall be made once each year of all the club's financial transactions.

SECTION 3—Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

SECTION 4—The fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into two semi-annual periods extending from July 1st to December 31st, and from January 1st to June 30th. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

(Note: Magazine subscriptions for members joining during a semi-annual period are payable upon invoice from the secretariat.)

SECTION 5—At the beginning of each fiscal year the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

Article XI

Method of Electing Members

SECTION 1—*Active members (including additional active members).*

(1) The name of a prospective member, proposed by an active, senior active or past service member of the club or by the membership development committee, shall be submitted to the board in writing, through the club secretary. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure.

(2) The board shall request the classifications committee to consider and report to the board on the eligibility of the proposed member from the standpoint of classification, and shall request the membership committee to investigate and report to the board on the eligibility of the proposed member from the standpoint of character, business and social standing, and general eligibility.

(3) The board shall consider and approve or disapprove the recommendations of the classifications and membership committees and shall then notify the proposer, through the club secretary, of its decision.

(4) If the decision of the board is favorable, the proposer, together with one or more members of the Rotary information committee, shall inform the prospective member of the purposes of Rotary and of the privileges and responsibilities of membership in the club, following which the prospective member shall be requested to complete and submit an application for membership and to give his permission for his name and proposed classification to be published to the club.

(5) If no written objection to the proposal, stating reasons, is received by the board from any member of the club within 10 days following publication of the name of the prospective member, the prospective member, upon payment of his admission fee, as prescribed in Article V of these by-laws, shall be considered to be elected to membership.

If any objection has been filed with the board, it shall consider the same at any regular or special meeting of the board and shall ballot on the proposed member. If not to exceed . . . negative votes are cast by the members of the board in attendance at such regular or special meeting, the proposed member, upon payment of the prescribed admission fee, shall be considered to be elected to membership.

Following the member's election to membership as herein provided, the club secretary shall issue a membership card to the member and shall report his name to the general secretary of Rotary International.

(6) The member shall be formally introduced as a new member at a regular meeting of the club.

SECTION 2 — Senior Active, Past Service, and Honorary Members. The name of a proposed candidate for any one of these three kinds of membership shall be submitted to the board of directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member provided, however, that such proposal may be considered at any regular or special meeting of the board and that the board may at its discretion waive any of the steps as set forth in Section 1 of this Article and proceed to ballot on the proposed member. If not to exceed . . . negative votes are cast by the members of the board in attendance at the regular or special meeting, the proposed member shall be considered duly elected, provided, however, that any active member or past service member of this club who qualifies for senior active membership as set forth in the constitution of this club shall automatically become a senior active member of this club, no application for or election to such senior active membership being required.

SECTION 3—Re-election of Former Additional Active Member.

(1) The application of a former additional active member of this club who

was elected as such member under Article III, Section 2(a) of the by-laws of Rotary International and whose membership was terminated as provided in Article VIII, Section 2(b) (1) of the constitution of this club shall be considered promptly by the board and in advance of any other application or proposal under the same classification or another classification.

(2) When the membership of an additional active member elected under the provisions of Article III, Section 3(b) of the By-laws of Rotary International has ceased as a result of the classification becoming vacant, then, when the classification is again filled, he may (without prejudice to the right of the holder of the classification to propose an additional active member under Article III, Section 3(a) be re-elected.

(3) At its discretion the board may refer any application to the classifications and membership committees and the board may provide for a ten-day period during which any member objecting to the election of any proposed member shall notify the board in writing, stating reasons for his objection. At any regular or special meeting, the board shall proceed to ballot on any application taking into account, where applicable, reports from the classifications and membership committees and any objections filed. If not to exceed . . . negative votes are cast by members of the board in attendance at the regular or special meeting, the former additional active member or members shall be considered duly elected to membership and shall be so notified by the secretary. In the event any appli-

ation is rejected the applicant shall be so notified by the secretary.

(Note: In lieu of this by-law providing for election of membership by a final ballot by the board, a club may adopt a by-law which will provide for election of applicants for active, senior active, past service or honorary membership by a final ballot by the club members at a regular meeting, a quorum being present and a three-fourths vote of all members in attendance being necessary to an election.)

Article XII Resolutions

SECTION 1—No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

Article XIII Order of Business

Meeting called to order.
Introduction of visiting Rotarians.
Correspondence and announcements.
Committee reports, if any.
Any unfinished business.
Any new business.
Address or other program feature.
Adjournment.

Article XIV Amendments

These by-laws may be amended at any regular meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed to each member at least ten days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the club constitution and with the constitution and by-laws of Rotary International.



N/R

March 7, 1983

In reply refer to
342:ST:vm:g

Bakersfield Breakfast Rotary Club
300 New Stine Road, Suite 101
Bakersfield, CA 93309

Purpose : Service Club
Code Section : 23701f
Form of Organization : Corporation
Accounting Period Ending:
Organization Number : 1167451

On the basis of your stated purposes and the understanding that your present operations will continue or will be as proposed in your application, you are exempt from state franchise or income tax under the section of the Revenue and Taxation Code indicated above. Any changes in operation, character or purposes must be reported to this office immediately for consideration of their effect upon your exempt status. You also must report any change in name or address.

You are required to file Form 199 (Exempt Organization Annual Information Return) or Form 199B (Exempt Organization Annual Information Statement) on or before the 15th day of the 5th month (4 1/2 months) after the close of your accounting period. See annual instructions with forms for requirements.

You are not required to file state franchise or income tax returns unless you have income subject to the unrelated business income tax under Section 23731 of the Code. In this event, you are required to file Form 109 (Exempt Organization Business Income Tax Return) by the 15th day of the 5th month (4 1/2 months) after the close of your annual accounting period.

If the organization is incorporating, this approval will expire unless incorporation is completed with the Secretary of State within 60 days.

Exemption from federal income or other taxes and other state taxes requires separate applications.

This exemption effective as of January 21, 1983.

J. Kudo, Supervisor
Central Audit Section
Telephone (800) 852-5711

cc: William Malloy
Registrar of Charitable Trusts

REGISTRY OF
CHA...
MAR 9.83