# Bylaws of the Erie Rotary Charity Fund, Inc.

Reviewed with Club May 2025

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*The following Bylaws shall be subject to, and governed by, the Non-Profit Corporation Act of Colorado and the Articles of Incorporation of the Erie Rotary Charity Fund, Inc. organized in 2008, and operates within the guidance of The Rotary Club of Erie Colorado.*

*The Rotary Club of Erie Colorado has two entities: The **Erie Rotary Club** 501(c)(4), a non-profit entity referred to as 'The Club', and the **Erie Rotary Charity Fund, Inc**., 501(c)(3) a Colorado charity with its own bylaws referred to as "The Charity". The Fiscal Year of The Charity shall be a 12-month period and as listed in The Club bylaws.* As a 501(c)(3) organization, the IRS prohibits any of the income from ever being used in any way for the benefit of its members.

The Dolly Parton Imagination Library (DPIL) affiliate of Erie and Weld County was formed under the Erie Rotary Charity Fund, Inc. in the spring of 2023. The finance coordinator role for this extension of the charity must be a member of the Erie Rotary Club and must review the operations of the affiliate on an annual basis to ensure compliance to Rotary values and Non-profit status.

*Operational guidance and the bylaws for The Club are used to guide both The Club and The Charity. This document of bylaws identifies those practices that are above those for The Club and needed for the practices of a Colorado non-profit charity. If in conflict, the bylaws in this document will take precedence over The Club bylaws.*

*Review The Club bylaws for guidance in regard to membership, board members, elections, duties of officers, terms of office, meetings, method of voting, committees, finances, motions for resolution, and amendments.*

# Bylaws of the Erie Rotary Charity Fund, Inc.

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*The Charity is required to be qualified, and remain qualified, as a Public Charity under Section 501(c)(3) of the Internal Revenue Code. The Charity shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code. Once adopted are binding for the members of The Club and the Trustees of The Charity.*

## Definitions

| Terms | Definition |
|---|---|
| **The Charity** | The Erie Rotary Charity Fund, Inc. a Colorado non-profit Charity. Article of Incorporation reference 20081137055 |
| **The Club** | The Erie Rotary Club, a non-profit service organization, and its members. Article of Incorporation 20171216456 |
| **Members** | The Charity has one class of members. Any active member of The Club shall be a member of The Charity. Each member is entitled to one vote in regards to the activities, fundraisers and expenditures of The Charity. |
| **Club Board Members** | The officers of The Club Board serve as Trustees of The Charity for the same terms as elected by The Club. |
| **Board of Trustees** | The Charity's Board of Trustees is made up of The Club Board Officers, plus two additional non-board members to serve as Trustees. The Two non-Board Member Trustees serve for a term of two years. The Board of Trustees must meet annually during the fiscal year to minimally ratify bylaws and Charity Policies. |
| **Chairperson** | The Club Past President serves as The Charity Chairperson of the Board of Trustees. |
| **Vice-Chairperson** | The Club President serves as the Vice Chairperson of the Board of Trustees. |
| **Quorum and Vote** | Quorum is the majority of Trustees. Any measure shall be carried by affirmative vote of a simple majority of those Trustees present, or represented by assigned proxy. |
| **The Charity Minutes** | Events, requests, fundraisers, proposals, or financial activities relating to The Charity will be recorded within The Club business minutes. The same is true in regards to The Club's Board Minutes which will include relevant discussion in regards to The Charity. |
| **Annual Meeting** | During the annual meeting for The Club, a summary of The Charity activities, finances, and changes to any bylaws or policies during the fiscal year will be presented to all Members of The Club and recorded as separate minutes from The Club meeting. |

# Bylaws of the Erie Rotary Charity Fund, Inc.

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## 1. Purpose

1. The primary purpose of The Charity is to raise and distribute funds for charitable, civic, cultural, and educational programs that benefit the public in the local community as well as throughout the State of Colorado, the United States and the world.
2. The Charity relies on The Club to solicit funds to support the Charity, (also known as a fundraising), is any attempt to raise funds from an individual, a group of people, or the public at large.
3. The Board of Trustees are tasked with vetting donations made and the Trustees may distribute funds for the stated purpose as approved by the members of The Club, ensuring compliance to *Public Charity under Section 501(c)(3) of the Internal Revenue Code*.
4. The Board of Trustees may create and maintain an Investment Policy Statement. Once approved by The Club, The Charity may open and manage an Investment Portfolio.

## 2. Board of Trustees

1. The governing body of The Charity shall be its Board of Trustees. There shall be a minimum of six Trustees on the Board of Trustees, composed of the current President, past President, Secretary, and Treasurer of The Club, and two non-Board Members elected to two-year terms as Trustees.
2. An election at The Club level shall take place to name two non-Board Member Trustees to serve two years terms. A Trustee may not serve more than two consecutive terms.
3. In the event of a Trustee being removed from office, resigning, or otherwise being unable to serve, an election shall take place to fill the role through a scheduled election with The Club. The newly elected Trustee will complete the term of the Trustee they replaced which will not count towards the term limits stated in 2.1.
4. The Officers of The Board of Trustees of The Charity shall be the Chairperson, Vice Chairperson, Secretary and Treasurer.
5. A meeting of The Board of Trustees shall be held no later than June 30th of each Fiscal Year. At this meeting, the Board of Trustees shall review The Charity's bylaws, and other documents that may exist to approve any amendments deemed to be necessary.
6. Proxy voting is allowed for up to two members of the Board of Trustees by providing written authorization for another Trustee to act in your place during Trustee board meetings.

## 3. Duties of the Officers

1. The Chairperson shall be the principal executive officer of The Charity and shall in general supervise and control all of the business and affairs of The Charity.
2. The Vice Chairperson shall serve as a member of the Board of Trustees and

to perform such duties as may be prescribed by the Chairperson. In the absence of the Chairperson or in the event of his/her inability or refusal to act, the Vice Chairperson shall perform the duties of the Chairperson.

3. The Treasurer shall keep financial information of The Club and The Charity for the budget, financial plans, reports and transactions separate. The treasurer will maintain procedures that ensure compliance to the IRS Code to retain tax exempt status. These procedures are to be reviewed and approved by the Board of Trustees on an annual basis.
4. The Treasurer shall be responsible to complete and file The Charity annual income tax returns, 990(N) by the IRS deadline, and that The Charity remains in "Good Standing" with the Colorado Secretary of State. The Treasurer is authorized to utilize the services of an approved outside Certified Public Accountant to prepare The Charity's annual income tax returns. Any outside financial services fees shall be paid by The Charity.
5. Upon end of term, the Treasurer shall turn over to the incoming Treasurer, or to the Chairperson, all funds, books of accounts and records accumulated while acting as Treasurer.
6. The Secretary will maintain meeting minutes and record decisions made in regards to The Charity and make them accessible to The Board of Trustees.
7. The Secretary will record independent and separate minutes of the Annual Meeting that contain updates specifically related to The Charity.

## 4. Finances

1. The fiscal year is from 1 July to 30 June.
2. All funds received by The Charity will be deposited in a financial institution designated by the Board of Trustees.
3. The Club's budget containing The Charity plans must be reviewed and supported by the Board of Trustees before presenting the budget to The Club for a vote of approval.
4. A qualified person shall conduct a thorough annual review and present the results to the Board of Trustees.
5. The treasurer will ensure compliance to IRS Code for non-profit organizations, ensuring separation of 501(c)(3) and 501(c)(4) transactions. And, ensure appropriate filing of annual 990(n) tax returns prior to November 15th of each fiscal year.
6. A 501(c)(3) donation receipt is provided when gifts are in a value of $250 or more.

## 5. Amendments

1. These bylaws are reviewed annually and ratified by Members of the Erie Rotary Club.
2. Amendments may be proposed by The Board of Trustees and scheduled to be presented at a Club Meeting. A quorum, and a two-thirds vote is required to approve or make changes to the bylaws.

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3. The assets of the Erie Rotary Charity Fund, Inc., upon the corporation's dissolution, will be distributed to the Rotary International Foundation located at One Rotary Center, Evanstan, Illinois, 60201, USA.
4. Changes to these bylaws must be consistent with and compliant to the Internal Review Service 501(c)(3) Tax-Exempt Charity requirements.

Document Review Status:

Reviewed with board on October 21, 2022

Submitted to the club for review on November 3, 2022

Approved by motion to adopt bylaws December 01, 2022

David McChesney and Marty Noonan were elected as Trustees in January 2023 - to serve until January 2025.

Gerri Kier served as Trustee to replace David McChesney.

Bryan Wagstaff & Jen Landry were elected as non-Board Trustees for the 2025 - 2027 Rotary Years.