

of the BOD, personnel policies, and other duties set forth in his/her job description. The full duties and job description of the Ruritan National Executive Director are set forth in the Handbook for National Officers, Directors, and Committees.

Section 3. The fiscal year shall be from October 1 through September 30.

ARTICLE XIV Indemnification

Ruritan National shall indemnify, defend, and hold harmless any director, officer, employee, or agent from and against any loss, liability, damage, fine, judgment, penalty, attachment, cost, or expense, including attorneys' fees and costs arising from any demands, claims, or lawsuits against such director, officer, employee, or agent as a result of or relating to his or her capacity, actions, or omissions as a director, officer, employee, or agent with regard to activities taken on behalf of Ruritan National or for the benefit of Ruritan National, in a manner consistent with Title 13.1, Chapter 10, Article 9 of the Code of Virginia (1950), as amended, provided that the acts or omissions of such director, officer, employee, or agent giving rise to the claim for indemnification do not constitute bad faith, fraud, willful, wanton, or intentional misconduct, gross negligence, or a knowing violation of the criminal law

by the person or persons seeking indemnification. In the event of a settlement of any such action, suit, or proceeding, the indemnification herein shall apply only when the BOD approves such settlement and reimbursement as being in the best interest of Ruritan National.

ARTICLE XV

Parliamentary Authority

The rules contained in the newly revised edition of Robert's Rules of Order shall govern the meetings of Ruritan National in all cases in which they are applicable and in which they are not in conflict with these bylaws and any special rules of order which Ruritan adopts.

ARTICLE XVI

Amendment of Bylaws

Amendments to these bylaws shall only be made at a Ruritan National Convention by two-thirds vote of the delegates present and voting, providing the proposed amendments shall have been presented to and approved by the BOD. Notice of any proposed amendment approved by the BOD shall be published in the Ruritan National Magazine at least 30 days before the opening of the next scheduled Ruritan National Convention.



Bylaws of the . . . Ruritan Club

ARTICLE I. Name

The name of the club shall be the _____ Ruritan Club.

ARTICLE II. Objectives

Section A. Mission Statement

Ruritan is a civic organization dedicated to making communities a better place in which to live through fellowship, goodwill, and community service.

Section B. The objectives of the club are as follows:

1. To promote fellowship and goodwill among its members and the citizens of the community and to inspire each other to higher efforts.
2. To unify the efforts of individuals, organizations, and institutions in the community toward making it an ideal place in which to live.
3. To work with those agencies which serve the community and contribute directly to its progress.
4. To encourage and foster the ideal of service as the basis of all worthy enterprise.

ARTICLE III. Emblems

The emblem of the club shall be the same as the emblem for Ruritan National.

ARTICLE IV. Membership

Section A. Club membership may be acquired only by invitation, transfer, or reinstatement.

Section B. Any community-minded person whose interest is allied with the club and community shall be considered for club membership.

Section C. Any member of this club may present the name of a proposed member to any Board of Director member and upon majority approval of the Board of Directors in quorum; the name shall be submitted to the club. Upon approval with a two-thirds (2/3) vote of the club in quorum, the applicant shall become a member of the club.

Section D. A member, by payment of applicable fees and dues, thereby accepts the principles of the club as expressed in its objectives and submits to and agrees to comply with and be bound by the bylaws of the club.

Section E. The types of Ruritan membership are active, associate, Ruritan Forever, and honorary.

1. **Associate membership** may be bestowed upon an individual or a business desiring affiliation with Ruritan. An individual associate member is one who