

Rotary Club Bylaws

Bylaws of the Rotary Club of

WOODLAND

Article I Definitions

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: A member, other than an honorary member, of this club.
4. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.

Article 2 Board

The governing body of this club shall be the board consisting of 11 members of this club, elected in accordance with article 3, section 1, of these bylaws, namely, 6 directors and the president, president-elect, secretary, treasurer, and the immediate past president.

Article 3 Election of Directors and Officers

Section 1 - The nominating committee, comprised of the club's past presidents, will meet no later than the first week in November to nominate candidates for the club president, secretary, treasurer, and three directors (each of the three directors elected for a two-year term). Any nominee for the office of President-elect must have served at least one term on the Club Board of Directors for this or another Rotary Club. The nominations presented by the nominating committee will be announced to the club at the last regular meeting in November. At that same meeting nominations may be accepted by members from the floor. The nominations duly made shall be voted for at the annual meeting. The candidates for president, secretary, and treasurer receiving the most votes shall be declared elected to their respective offices. The three candidates for director receiving the most votes shall be declared elected as directors. The candidate for president elected in such balloting shall be the president-nominee. The president-nominee shall take the title of president-elect commencing on the first day of July following the election and shall assume office as president on the first day of July immediately following that year.

Section 2 – The officers and directors, so elected, together with the immediate past president shall constitute the board and shall take office on July 1st following the

election. The directors-elect shall meet and elect a member of the club to act as sergeant-at-arms.

Section 3 – A vacancy on the board or any office shall be filled by action of the remaining directors.

Section 4 – A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining director–elect.

Article 4 Duties of Officers

Section 1 – *President*. It shall be the duties of the president to preside at meetings of the club and the board and to perform other duties as ordinarily pertain to the office of president.

Section 2 – *President-elect*. It shall be the duty of the president-elect to perform such other duties as may be prescribed by the president or the board.

Section 3 – *Secretary*. It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board and committee meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year, and prorated reports on 1

October and 1 April of each active member who has been elected to membership in the club since the start of the July or January semiannual reporting period, report changes in membership; collect and remit RI official magazine subscriptions; and perform other duties as

usually pertain to the office of secretary.

Section 4 – *Treasurer*. It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club annually and at any other time upon demand by the board, and to perform other duties as pertains to the office of treasurer. Upon retirement from office, the treasurer shall turn over to the incoming treasurer or to the president all funds, books of accounts, or any other club property.

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

Article 5 Meetings

Section 1 – *Annual Meeting*. An annual meeting of this club shall be held on the 1st Tuesday in December 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 Tuesday at 12 noon. Notice of any changes in or canceling of the regular meeting shall be given to all members of the 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 as scheduled by the president. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

Section 5 – A majority of the directors shall constitute a quorum of the board.

Article 6 Fees and Dues

Section 1 – The admission fee shall be \$ 75.00 to be paid before the applicant can qualify as a member.

Section 2 – The membership dues shall be established annually by the board and announced to members no later than May 1 of each year. Dues are payable on the First of July, with the understanding that a portion of each payment shall be applied to each member’s subscription to the RI official magazine. Membership dues for new members shall be prorated based on membership date.

Article 7 Method of Voting

The business of this club shall be transacted by voice vote unless the Board or majority of the members attending the annual meeting recommends a ballot vote.

Article 8 Committees

Section 1 - Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service. The president-elect, president and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for three years to ensure consistency. The president-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs and conducting planning meetings prior to the start of the year in office. It is recommended that the chair have previous experience as a member of the committee.

Section 2 - Standing committees should be appointed as follows:

- Membership This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
- Club Public Relations This committee should develop and implement plans to provide the public with information about Rotary and to promote the club’s service projects and activities.
- Club Administration This committee should conduct activities associated with the effective operation of the club.
- Grants and Service. This Committee shall encourage the Club and its members to be involved in local community, international and vocational development. Specifically, this committee shall identify potential projects for the Club and its members to participate in, both locally and internationally, and to explore grant funding from District 5160, Rotary Zone 27 and Rotary International to aid in supporting these projects.
- The Rotary Foundation This committee should develop and implement plans to support. The Rotary Foundation through both financial contributions and program participation.
- Fundraising. This committee organizes and leads all fundraising efforts of the club.

Section 3 - Additional ad hoc committees may be appointed as needed.

Section 4 - Administration

- (a) The president shall be ex officio a member of all committees and, as such, shall have all the privileges of membership thereon.
- (b) Each committee shall transact its business as is delegated to it in these bylaws 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 and approved by the board.

(c) Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee and shall report to the board on all committee activities.

Article 9 Duties of Committees

Section 1 - The duties of all committees shall be established and reviewed by the president for his or her year.

Section 2 - Each committee shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each year for implementation during the course of the year-

Article 10 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. Such leave of absence does operate to prevent a forfeiture of membership however it does not give the club credit for the member's attendance.

Article 11 Finances

Section 1 – Prior to the beginning of each fiscal year, the board shall prepare a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

Section 2 – The treasurer shall deposit all club funds in a bank, named by the board. The club funds shall be divided into two separate parts: club operations and service projects.

Section 3 – All bills shall be paid by the treasurer or other authorized officer only when approved by two other officers or directors.

Section 4 – A thorough review of all financial transactions by a qualified person shall be made once each year.

Section 5 – Officers having charge or control of club funds shall give bond as required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 – The fiscal year of this club shall extend from 1 July to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

Article 12 Method of Electing Members

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

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

Section 3 – The board shall approve or disapprove the proposal within 30 days of its submission, and shall notify the proposer, through the club secretary, of its decision.

Section 4 – If the decision of the board is favorable, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to be published to the club.

Section 5 – If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee (if not honorary membership), as prescribed in these bylaws, shall be considered to be elected to membership. If any such objection has been filed with the board, it shall vote on this matter at its next meeting. If approved despite the objection, the proposed member, upon payment of the admission fee (if not honorary membership), shall be considered to be elected to membership.

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

Section 7 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

Article 13 Resolutions

The club shall not consider any resolution or motion to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

Article 14 Order of Business

Meeting called to order.

Introduction of visitors.

Correspondence, announcements, and Rotary information.

Committee reports if any.

Any unfinished business. Any new business.

Address or other program features. Adjournment.

Article 15 Amendments

These bylaws 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 delivered to each member at least ten (10) days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the standard Rotary club constitution and with the constitution and bylaws of RI.