

Bylaws of the Rotary Club of Jaffrey Rindge

Amended by unanimous vote of Club members 17 December 2015

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 members of this Club, namely, the president, vice-president, president-elect (or president-nominee, if no successor has been elected), immediate past president, secretary, treasurer, and the sergeant-at-arms. At the discretion of the board, also added can be the 4 (four) directors elected in accordance with Article 3, Section 1 of these Bylaws.

Article 3 Election of Directors and Officers

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, president elect, vice-president, secretary, treasurer, sergeant-at-arms and 4 directors. The Nominating and Past Presidents Committee shall nominate Club Officers and Directors, or nominations may also be made by members from the floor. These nominations are presented to the Club membership for voting as provided in the Club's Bylaws.

The outgoing president shall serve as Immediate Past President of the Club. The nominating committee will present to the Board of Directors a slate of nominations for the open Board of Directors and officers positions for the coming Rotary year no later than the December Board meeting. If approved by the Board of Directors, the slate will be presented to the general Club membership at a meeting to be held within two weeks, which is the annual meeting. The candidates for president, vice-president, secretary, treasurer and sergeant-at-arms shall be declared elected to their respective offices. The candidates for director shall be declared elected as directors.

Section 2 – The officers and directors, so elected, together with the immediate past president shall constitute the board.

Section 3 – A vacancy in 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 directors-elect.

Section 5 – Term length: The officers are elected for one year. The directors are elected for three years and the terms are staggered so that there are never more than two directors whose terms expire in the same year.

Section 6 -- The Nominating and Past Presidents Committee shall have a minimum of three members, comprised of at least the three most-recent active Past Presidents. The most recent active Past President shall be the Chair of this Committee. Additional members of the Nominating and Past Presidents Committee shall be at the discretion of the current Nominating and Past Presidents Committee. Additionally, this committee will assemble, as required, to solve exceptional Club issues.

Section 7 -- One Director position must be from any Club activity with a budget the same as or greater than that of the Club's. This Director shall be nominated in collaboration with that Club activity.

Article 4 Duties of Officers

Section 1 – *President*. It shall be the duty 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 preside at meetings of the Club and the board in the absence of the president, to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 3 – *Vice-President*. It shall be the duty of the vice-president to preside at meetings of the Club and the board in the absence of the president and president-elect and to perform other duties as ordinarily pertain to the office of vice-president.

Section 4 – *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, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the Club since the start of the July or January semiannual reporting period; report changes in membership; provide the monthly attendance report, which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

Section 5 – *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 6 – *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.

Section 7 – *Immediate Past President*. The immediate Past-President shall become a member of the Board. The Immediate Past President shall chair the Nominating and Past Presidents Committee.

Article 5 Meetings

Section 1 – Annual Meeting. An annual meeting of this Club shall be held at the December Club Assembly in each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

(Note: Article 6, section 2 of the Standard Rotary Club Constitution provides that “An annual meeting for the election of officers shall be held not later than 31 December...”)

Section 2 – The regular weekly meetings of this Club shall be held on Thursday at 7:30 am. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the Club. All members excepting an honorary member (or member excused pursuant to the standard Rotary Club constitution) in good standing in this Club, on the day of the regular meeting, must be counted as present or absent, and attendance must be evidenced by the member’s being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this Club or at any other Rotary Club, or as otherwise provided in the standard Rotary Club constitution, Article 9, Sections 1 and 2.

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 the third Tuesday of each month. 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 officers and directors shall constitute a quorum of the Board.

Article 6 Fees and Dues

Section 1 – The admission fee as fixed by the board, shall be paid before the applicant can qualify as a member, except as provided for in the standard Rotary Club constitution, article 11.

Section 2 – The membership dues as fixed by the board, shall be payable annually on the first day of July, with the understanding that a portion of each annual payment shall be applied to each member’s subscription to the RI official magazine.

Article 7 Method of Voting

The business of this Club shall be transacted by *viva voce** vote. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

*(*Note: Viva voce vote is defined as when Club voting is conducted by vocal assent.)*

Article 8 Four Avenues of Service

The four Avenues of Service are the philosophical and practical framework for the work of this Rotary Club. They are Club Service, Vocational Service, Community Service, and International Service. This Club will be active in each of the four Avenues of Service.

Article 9 Committees

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.

Standing committees should be appointed as follows:

- Membership and Orientation
This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
- Club Public Relations, Media and Communications
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 Service
This committee should conduct activities associated with the effective operation of the Club.
 - Fellowship
 - Fundraising
- Community Service Projects
This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries.
 - Charitable Giving
 - Youth programs
- The Rotary Foundation
This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Additional *ad hoc* committees may be appointed as needed.

- 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.

(Note: The above committee structure is in harmony with both the District Leadership Plan and the Club Leadership Plan. Clubs have the discretion to create any committees that are required to effectively meet its service and fellowship needs. A sample listing of such optional committees is found in the Club Committee Manual. A Club may develop a different committee structure as needed.)

Article 10 Duties of Committees

The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each, the president shall reference to appropriate RI materials. The service projects committee will consider the Avenues of Vocational Service, Community Service, and International Service when developing plans for the year.

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. It shall be the primary responsibility of the president-elect to provide the necessary leadership to prepare a recommendation for Club committees, mandates, goals, and plans for presentation to the board in advance of the commencement of the year as noted above.

Article 11 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 the member attends a regular meeting of some other Club, the excused member must be recorded as absent except that absence authorized under the provisions of the Standard Rotary Club Constitution is not computed in the attendance record of the Club.)

Article 12 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, and the collection of members' dues shall be one payment for the time period extending 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 13 Method of Electing Members

Section 1 - Potential new members should be unaware they are being considered for membership. Do not approach a potential member about joining prior to the conclusion of the approval process.

Section 2 -To propose a new member the sponsor must fill out our membership proposal form / biographical sheet form and submit it to the Membership Chair or any board member. (The forms should be as complete as possible but don't worry about filling in all the blanks. Upon membership approval the new member will be asked to verify and provide any missing information.)

Section 3- The Membership Chair on behalf of the sponsor shall propose new prospect at the next monthly Board of Directors meeting, (usually held on the third Tuesday of each month). The board will review the prospective members qualifications and present the candidate to the general membership.

Section 4 - Upon board approval, the applicant's name will be announced in the weekly update to the Club as well as at the Club's weekly meeting. At this point, the application remains confidential and the membership has 10 days to present written objections to the applicant. Assuming no objections are presented, the applicant is considered elected.

Section 5 -Upon approval, the sponsor will approach prospective member for the first time. At such time the Club Secretary will provide the sponsor with an information kit explaining Rotary International as a whole. Included in the kit are the projects our Club is currently involved in and an expectation of the commitment required on their part both financially and time wise. Please see the following page that details the financial commitments.

- a) A, "what is rotary" information packet explaining Rotary International as a whole.
- b) Minimum attendance required is 60%. We have approximately 40 regular meetings and 5 additional events annually.

Section 6 - Upon prospects acceptance to the Club, he or she will be asked to complete and/or correct the initial membership proposal form/biographical sheet form.

Section 7 - At the next regular meeting the sponsor will introduce the new member to the Club for a warm welcome!

Section 8 - Club responsibilities:

- a) Membership Chair to provide Club Secretary a copy of the membership proposal form, who in turn will submit a completed member report to Rotary International.
- b) Membership Chair to provide Club Handbook Chair a copy of the membership proposal for addition to handbook.
- c) Secretary to provide name and classification of new member to Sergeant-at-Arms who will order badge, pin and membership kit. Upon receipt of all items Sergeant-at-Arms to advise Club President.

- d) Club President will contact new member and set date for formal induction ceremony to be done at the next earliest convenience. Until such time, the new member will attend all meetings and enjoy privileges and responsibilities of Rotary.
- e) Club President shall assign new member to a committee.

Article 14 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 15 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 16 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 mailed 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.