

# **Bylaws of the Rotary Club of Lake Stevens**

## **Article 1 Definitions**

1. **Board:** The Board of Directors of this club.
2. **Director:** A member of this club's Board of Directors.
3. **Officer:** A member who is the president, past president, president-elect, president-nominee, secretary or treasurer.
4. **Member:** A member, other than an honorary member, of this Club.
5. **RI:** Rotary International.
6. **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 eleven (11) members of this club, namely five (5) directors, elected in accordance with these bylaws, and six (6) officers who are the president, president-elect, president-nominee, secretary, treasurer, and the immediate past president. All individual members of the board shall have one vote.

## **Article 3 Election of Directors and Officers**

**Section 1** – At a regular meeting at least one month prior to the meeting for election of directors and officers, the presiding officer shall ask for nominations by members of the club for president-nominee, secretary, treasurer, and five directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as a club may determine. If the club decides 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 or such other regular club meeting as the board may designate. The candidate for president-nominee must have served on this Club's Board of Directors for at least two years. The candidates for ~~president-elect~~, president-nominee, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The five candidates for director receiving a majority of the votes shall be declared elected as directors.

**Section 2** – The officers and directors, so elected, together with the immediate past president shall constitute the board. Within two weeks after their election, the directors-elect and officers-elect shall meet and elect some member of the club to act as the sergeant-at-arms.

**Section 3** – A vacancy in the board shall be filled by majority action of the remaining Board of Directors. Said replacement shall fill said position for its given term.

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

## **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 pertains to the office of president.

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

**Section 3 – *President-nominee*.** It shall be the duty of the president-nominee to serve as an officer and to perform such other duties as may be prescribed by the president or the board. The President-nominee may serve as a director, but if the President-nominee serves as a director, the President-nominee/director shall only have one vote.

**Section 4 – *Secretary*.** It shall be the duty of the secretary to keep membership records; record the attendance of meetings; send out notices of club, board and committee meetings; record and preserve the minutes of such meetings; make reports 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; 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 to RI official magazine subscriptions; submit required reports in a timely manner to local, state and federal agencies and maintain the necessary club registrations and licenses 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 those funds 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. The new treasurer, as soon as practical, shall change the signatory authority on all accounts held for the Club. It may be necessary that for a period of 30 days after the retirement from the treasurer position that person who was in that position may be asked to help the new treasurer by giving advice.

**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.

## **Article 5 Meetings**

**Section 1 – *Annual Meeting*.** An annual meeting of this club shall be held in December 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 weekly. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club plus notice of said change shall be posted on the club's web site and notice placed at the entrance to the meeting facility. All members excepting an honorary member (or member excused by the board-pursuant to article 8, sections 3 and 4 of 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 Rotary Club of Lake Stevens constitution, article 7, 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 monthly board meetings shall be held as determined 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 and officers shall constitute a quorum of the board.

## **Article 6 Fees and Dues**

**Section 1** – The admission fee as determined by the Board on an annual basis shall be paid before the applicant can qualify as a member, except as provided for in the Rotary Club of Lake Stevens constitution, article 9.

**Section 2** – The annual membership dues shall be determined by the board, payable semiannually on the first day of July and the first day of January, with the understanding that a portion of each semiannual payment shall be applied to each member's subscription to the RI official magazine.

## **Article 7 Methods of Voting**

**Section 1** - The business of this club, including at the board's discretion, except the election of Board members shall be transacted by *viva voce* vote. The election of Board members shall be by written ballot. The board has discretion to determine that a specific resolution or election shall be considered by ballot rather than by *viva voce* vote.

**Section 2** – A member may assign his or her own vote on one or more matters by proxy. The proxy must be specific, can not be reassigned nor transferred and the member accepting the proxy must acknowledge in writing acceptance of the proxy. The request and acceptance of said proxy can be done via written notice, facsimile and/or email and delivered to the Club Secretary or his or her designee before a vote is taken on any matter.

## **Article 8 Five Avenues of Service**

The five 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 five 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 chairs for the membership, public relations, Rotary foundation and fundraising committees and conducting planning meetings prior to the start of his or her year in office. It is recommended that the chair have previous experience as a member of the committee. Standing committees should be appointed as the board determines appropriate:

- **Club Administration**  
This committee shall conduct activities for the effective operation of the club.
- **Community Service**  
This committee shall develop and implement community service projects that address the needs of its community.
- **International Service**  
This committee shall develop and implement international service projects that address the needs of communities in other countries.
- **Vocational Service**  
This committee shall develop and implement vocational service projects that address the needs of its community.
- **New Generations**  
This committee should develop and implement plans to involve youth in the various programs of Rotary, and shall develop and implement service projects that address the needs of youth in its community.
- **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
- **The Rotary Foundation**  
This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.
- **Aquafest**  
The Chair of this committee is the president-elect or president nominee. This committee should develop and implement plans for the Club's participation in the Aquafest celebration in Lake Stevens.

- Fundraising  
This committee should develop and implement plans to raise money through a variety of methods.

The board may appoint additional committees either standing or ad hoc.

## **Section 1 -**

- (A) All committees shall consist of a chairman and not less than two (2) other members.
- (B) The president shall be ex officio a member of all committees and, as such, shall have all the privileges of committee membership.
- (C) Each committee shall transact its business as is delegated to it in these bylaws, the policies and procedures manuals 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.
- (D) 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 10 Duties of Committees**

The duties of all committees shall be established and reviewed by the president for the president's year. In declaring the duties of each, the president shall make reference to appropriate RI materials. The service project committee will consider vocational service, community service, ~~and~~ international service, and new generations avenues 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. Said recommendations, mandates, goals and plans from the previous years shall be archived and made available upon request to any Board member.

## **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. Dues are payable while a member is on a leave of absence. While on leave of absence this member shall not have the right to vote.

## **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 charitable/service projects.

**Section 3** – All bills shall be paid by the treasurer or other authorized officer. All bills not in the authorized budget shall be paid by the treasurer when approved by two other officers or directors. The Board shall approve all non-budgeted expenditures greater than \$250.

**Section 4** – A thorough review of all financial transactions by a qualified person shall be made once each year. The board shall determine the qualified person to review the financial transactions. That person must make a written report to the Board by September first of 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. It shall be the responsibility of the treasurer to ensure that bonds are in place.

**Section 6** – The fiscal year of this club shall extend from 1 July to 30 June, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January 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 club membership on those dates.

## **Article 13 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 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 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.

**Section 6** - 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 7** – Following the election the president shall arrange for the new member's induction, membership card, and new member Rotary literature, 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 8** – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

## **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. Any resolutions or motions, if first 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.

Amended and adopted this 25th day of June, 2010.

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Debe Franz, President