

Bylaws of the Lake Stevens Charitable Foundation

Article I

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 Rotary Club of Lake Stevens for vice-president, secretary, treasurer, and two members of board of directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the regular meeting two weeks following. The candidate's for vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The two candidates for director receiving a majority of the votes shall be declared elected as directors. The president of the Rotary Club of Lake Stevens shall also serve as president of this corporation. Officers and directors so elected shall assume office commencing on the first day of July next following their election.

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

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

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

Article II

Board of Directors

The governing body shall be the board of directors consisting of seven members, namely, two directors elected in accordance with article I, section 1, of these bylaws, the president, vice-president, secretary, treasurer, and the immediate past president.

Article III

Duties of Officers

Section 1 – President. It shall be the duty of the president to preside at meetings of the board and to perform such other duties as ordinarily pertains to his office.

Section 2 – Vice-President. It shall be the duty of the vice-president to preside at meetings of the board in the absence of the president and to perform such other duties as ordinarily pertains to his office.

Section 3 – Secretary. It shall be the duty of the secretary to keep the records of attendance at meetings, and send out notices of meetings of the board, record and preserve the minutes of such meetings, make the required reports to the Rotary Club of Lake Stevens, prior to June 30 of each year,

Section 4 – Treasurer. It shall be the duty of the treasurer to have custody of all funds, accounting for same to the board annually and at any other time upon demand by the board and to perform such other duties as pertain to his office. Upon his retirement from office he shall turn over to his successor or to the president all funds, books of accounts or any other foundation property in his possession.

Article IV

Meetings

Section 1 – Annual Meeting. An annual meeting for the election officers of this corporation shall be held not later than the thirty-first day of March in each year as provided in the bylaws of this club at which time the election of officers and directors to serve for the ensuing year shall take place.

Sections 2 – The regular quarterly meeting of this corporation shall be held in July, October, January, and April on a date and time designated by the president. Due notice of such meetings shall be given to all members of the board. All members on the day of the 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.

Section 3 – One-third of the membership shall constitute a quorum at the annual and regular meetings of this corporation.

Section 4 – Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given.

Article V

Method of Voting

The business of this club shall be transacted by voice vote except the election of officers and directors, which shall be by ballot.

Article VI

Committees

Section 1 – (A) The president shall, subject to the approval of the board, appoint such committees on particular phases as he may deem necessary.

(B) The president shall be ex officio a member of all committees and, as such, shall have all the privileges of membership thereon.

(C) Each committee shall transact such business as is delegated to it in the 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 to the board and approved by the board.

(D) Should the president deem it necessary, he may appoint one or more committees dealing with various aspects of youth activities.

(E) Where feasible and practicable in the appointment of club committees, there should be provision for continuity of membership, either by appointing one or more members for a second term or by appointing one or more members to a two-year term.

Article VII

Finances

Section 1 – The treasurer shall deposit all funds of the club in some bank to be named by the board.

Section 2 – All bills shall be paid only by checks signed by the treasurer. A thorough audit review by a certified public accountant or other qualified person shall be made once each year of all the corporation's financial transactions.

Section 3 – Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the corporation, cost of bond to be borne by the corporation.

Section 4 – The fiscal year of this corporation shall extend from July 1st to June 30th.

Section 5 – At the beginning of each fiscal year the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

Article VIII

Resolutions

No resolution or motion to commit this corporation on any matter shall be considered until it has been reviewed by the board. Such resolutions or motions shall be referred to the board without discussion.

Article IX

Order of business

Meeting called to order
Reading of the minutes of the previous meeting.
Correspondence and announcements.
Committee reports if any.
Any unfinished business.
Any new business.
Adjournment.

Article X

Amendments

These by-laws 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 days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the constitution and by-laws of the Rotary Club of Lake Stevens.

Notes

First adopted this 10th day of June 1999.