

BYLAWS OF

ROTARY CLUB OF SEWARD

Article I Definitions

1. Name: Rotary Club of Seward
2. Board: The Board of Directors of this club.
3. Director: A member of this club's Board of Directors.
4. Member: A member, other than an honorary member, of this club.
5. Quorum: One-third (1/3) of the club membership; a majority of directors for the Board.
6. RI: Rotary International.
7. Year: The twelve (12) month period that begins on 1 July.

Article II Board

The governing body of this club shall be the Board consisting of a minimum of seven (7) members of this club, namely, the president, president-elect, vice president, immediate past president, secretary, treasurer, and member-at-large. At the discretion of the Board, also added can be the directors elected in accordance with Article 3, Section 1 of these By-laws.

Article III Elections and Terms of Office

Section 1: At the regular meeting one (1) month prior to the meeting for election of officers, the presiding officers shall ask for nominations by members of the club for president, vice president, secretary, treasurer and member-at-large. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as the club may determine. If it is determined to use 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. The candidates for president, vice president, secretary, treasurer and member-at-large receiving a majority of the votes shall be declared elected to their respective offices. The other candidates for directors receiving a minority of the votes shall be declared elected as directors.

Section 2: The elected candidates for vice president, secretary, treasurer, member-at-large and any other directors will serve a one (1) year term commencing on the following first day of July. The elected candidate for president shall take the title of president-elect and serve as a director for the year commencing on the following first day of July. This director shall assume the office as president on the first day of July in the year following the year served as president-elect.

Section 3: Within one (1) week after their election, the directors-elect shall meet and elect some member of the club to act as sergeant-at-arms. The officers and directors, so elected, together with the immediate past president shall constitute the Board.

Section 4: A vacancy in the board or any office shall be filled by action of the remaining directors.

Section 5: A vacancy of any officer-elect position or director-elect position shall be filled by the remaining members of the Board-elect.

Article IV Duties of the 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: Immediate Past President: It shall be the duty of the immediate past president to serve as a director and mentor the president.

Section 3: President-elect: It shall be the duty of the president elect to serve as a director and to perform such other duties as may be prescribed by the president of the board.

Section 4: Vice President: It shall be the duty of the vice president to preside at meetings of the club and board in the absence of the president and to perform other duties as ordinarily pertain to the office of Vice President.

Section 5: 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 January 1 and July 1 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 fifteen (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 6: 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 7: Member-at-large: The duties of the member-at-large shall be such as are usually prescribed for such office and other duties as may be prescribed by the president of the board.

Article V Meetings

Section 1: Annual Meeting: An annual meeting of this club shall be held on the second Tuesday 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 on Tuesday of each month at 12:00 noon. 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 excluded pursuant to the standard Rotary club constitution) in good standing in the 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 percent (60%) 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 (1/3) of the membership shall constitute a quorum at the annual and regular meetings of the club.

Section 4: Regular meetings of the board shall be held on the first Tuesday of each month, prior to the regular meeting. 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 VI Fees and Dues

Section 1: The admission fee shall be \$0 to 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 shall be \$180 per annum, payable monthly on the first day of each month, and will include all club, district, international and RI Magazine subscription dues.

Section 3: Lunch dues are \$45 per month payable in advance. Upon approval by the board, exceptions may be made. Lunch fees are due whether or not the member is in attendance. Waiver of fees during leaves of absence will be available if requested in writing in advance by the member.

Article VII Method of Voting

Section 1: The business of this club shall be transacted by vocal assent vote except the election of officers and directors, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by vocal assent.

Article VIII Five Avenues of Service

Section 1: The five (5) Avenues of Service are the philosophical and practical framework for the work of this Rotary club. They are Club Service, Vocational Service, Community Service, International Service, and New Generations. This club will be active in each of the five (5) Avenues of Service.

Article IX Committees

Section 1: Club committees are charged with carrying out the annual and long-range goals of the club based on the five (5) 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 (3) 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:** This committee should develop and implement a comprehensive plan for the recruiting and retention of members
- **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
- Service Projects: This committee should develop and implement education, humanitarian and vocational projects that address the needs of its community and communities in other countries
- The Rotary Foundation: This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation

Section 2: Additional ad-hoc committees may be appointed as needed.

Section 3: The president shall be an *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon

Section 4: 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 when special authority is given by the board, such committees shall not take action until a report has been made and approved by the board.

Section 5: 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 X Duties of Committees

Section 1: 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 refer 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.

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. It shall be the primary responsibility of the president-elect to provide the necessary leadership to prepare an advance of the commencement of the year as noted above.

Article XI Leave of Absence

Section 1: 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 specific length of time. Dues should still be paid.

Article XII 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 (2) separate parts, one (1) in respect of club operations and one (1) 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 (2) separate parts, club operations and service projects.

Section 3: All bills are paid by the treasurer or another authorized officer only when approved by two (2) other officers or directors.

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

Section 5: An annual financial statement of the club shall be provided to club members.

Section 6: The fiscal year of this club shall extend from July 1 to June 30, and for the collection of members' dues shall be divided into twelve (12) monthly periods extending from July 1 to June 30 of the following year. The payment of per capita dues and RI official magazine subscription shall be made on July 1 and January 1 of each year on the basis of the membership of the club at those dates.

Article XIII 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 the procedure.

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

Section 3: The board shall approve or disapprove the proposal within thirty (30) days of this 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 decision, invited to join the club and educated about Rotary and of the privileges and responsibilities of membership, and asked 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, in accordance with the standard Rotary club constitution, honorarily propose members by the board in recognition of significant service to the community.

Article XIV Resolutions

Section 1: 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 XV Order of Business

Meeting Called to Order
Introduction of Visitors
Correspondence, announcements and Rotary information
Committee Reports
Unfinished Business
New Business
Address or Other Program Features
Adjournment

Article XVI Amendments

These bylaws may be amended at any regular club meeting, a quorum being present, by a two-thirds (2/3) vote of all members present, provided that written notice of such proposed amendment be sent 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 and the Rotary Code of Policies.

These Bylaws were proposed by the Board of Directors and approved at a regular club meeting of Rotary Club of Seward on September 29, 2015.