

BYLAWS OF THE ROTARY CLUB OF RED DEER EAST

Accepted June 9, 2015
Amended April 17, 2018
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Amended May 28, 2019

ARTICLE 1 DEFINITIONS

1. Executive President, Past President, President Elect, Secretary, Treasurer
2. Board The Board of Directors of the Club
3. Committees Membership/Vocational, Public Relations, Club Administration, Local Service, International Service, Rotary Foundation, Fundraising, Youth Services
4. Director A member of this Club's Board of Directors
5. Active Member A regular member of this Club
6. Associate Member Current Rotaractors; spouse\partner\family members of active member
7. Corporate Member Open to large or small companies or organizations
8. Legacy Member Similar to active, meets 85 factor, no attendance requirements
9. Honorary Member One who has distinguished themselves through meritorious service
No voting privileges
10. Officers President, President-Elect, Past President, Secretary and Treasurer
11. RI Rotary International
12. 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 twelve (12) members of this Club, namely the five (5) Officers and eight (8) Committee chairs.

ARTICLE 3 ELECTION/APPOINTMENT OF DIRECTORS AND OFFICERS

Section 1

The President Nominee may be appointed by the President or, if several candidates present themselves, a ballot election will be held at a regular Club meeting no later than December 31st of the Year.

The President Nominee shall serve as a member of the Board as President- Elect for the year commencing on the first day of July next following the Election, and shall assume office as President on the first day of July immediately following the year of service on the Board as President-Elect.

In order to qualify for nomination to such office, the President Nominee must have previously served as an officer or director of the Club for at least one year.

Section 2

The President shall appoint the Secretary, Treasurer, and the Directors of the 8 standing committees listed in article 10. Each Director will appoint his/her committee chairs and members.

Section 3

A vacancy in the Board or any office shall be filled by action of the remaining Directors.

Section 4

The board recognizes that work/life balance may make it difficult or impossible for one person to commit to a full year of service on the board. All positions on the board may be filled by two persons as the need arises at the sole discretion of the president. When a position is filled by two persons, they shall be designated as primary and secondary chairs. The person holding the primary position will appear as the holder of the position on any official documentation including the home page of the club website. In the event of an absence by the primary holder, the secondary holder may attend board meetings on their behalf. In the event that both chairpersons simultaneously attend a board meeting, only the primary chair will have voting privileges.

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 a Director and to perform such other duties as may be prescribed by the President or the Board. In the absence of the President, the President-Elect will preside at meetings of the Club and the executive committee and perform other duties as ordinarily pertain to the office of President.

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 semi-annual reports of membership (which shall be made to RI on January 1st and July 1st of each year), and prorated reports on October 1st and April 1st of each active member who has been elected to membership in the club since the start of the July of January semi-annual 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 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: Past President

It shall be the duty of the Past President to provide information and continuity to the Board.

ARTICLE 5

MEMBERSHIP TYPES

1. Active membership

- a. Description: Active member of the club
- b. Will occupy a classification
- c. Can hold Board or Executive position
- d. Full voting rights

2. Corporate membership

- a. Description: open to large or small companies or organizations, whether for-profit, not-for-profit; private public; including NGO's
- b. Corporation can nominate three employees
- c. Will have one vote
- d. One corporate delegate can hold Board position

3. Associate memberships

- a. Description: target individual: current Rotaractors; spouse\partner\family members of active member
- b. Full voting rights
- c. Will occupy a classification
- d. Can hold Board or Executive position

4. Legacy membership

- a. Description: target Rotarian is one who has served Rotary for an extended period of time who must frequently miss meetings due to age/health limitations or otherwise make regular attendance a hardship (e.g. extended absences of more than three months per year.)
- b. Criteria: Active member where sum of age and years of service to Rotary equals at least 85
- c. A club member who is in good standing with RCRDE can request or be nominated for a legacy membership
- d. Approval from the club board for this type of membership is required
- e. Will hold a classification
- f. Entitled to attend meetings
- g. Full voting rights
- h. Cannot hold a Board or Executive position
- i. Excused from attendance expectations

5. Honorary membership – to replace Motion in March 2016 – Motion 15/16 - 24

- a. Description: Rotarians or non-Rotarians who have distinguished themselves by meritorious service in the furtherance of Rotary ideals those persons considered friends of Rotary for their support of Rotary's cause may be elected to honorary membership.
- b. An Honorary Member is nominated by a member in good standing of the RCRDE. The member who is nominating the Honorary Member will complete an application form provided by the membership committee.
- c. Will not occupy a classification
- d. May attend & contribute to any Club meeting
- e. Right to visit another Club meeting without being the guest of a Rotarian

- f. No voting privileges
- g. Cannot be elected to the club board
- h. Possible Honorary Membership could be extended to spouses\partners of deceased members
- i. Term: one year, renewable at the pleasure of the Board
- j. (*current honorary members will be grandfathered as to the term understood at the time)

ARTICLE 6 MEETINGS

Section 1:

The regular weekly meetings of this Club shall be held on Tuesday at 12:00 o'clock or such other times as determined by the Board.

Due notice of any changes in or cancelling of the regular meeting shall be given to all members of the Club. All members in the Club, on the day of the regular meeting, must be counted as present or absent, except for honorary members.

Section 2:

One third of the membership shall constitute a quorum at regular meetings of this Club.

Section 3:

Regular meetings of the Board shall be held on a monthly basis at such time and location as designated by the President and as agreed to by the Board. Special meetings of the Board shall be called by the President whenever deemed necessary, or upon the request of two Directors, due notice having been given.

Section 4:

A majority of the Directors shall constitute a quorum of the Board.

Section 5:

A Club Assembly meeting shall be held no later than September 30th of each Year, at which the Board will present to the membership, at a minimum, the following information:

- i. The annual budget for the Year
- ii. The Financial Statements for the previous Year
- iii. The planned activities for each of the Committees for the Year

ARTICLE 7 FEES AND DUES

Section 1: Admission Fees

The admission fee, if any, shall be set annually by the Board and, if stipulated by the Board, is to be paid before the applicant can qualify as a member.

Section 2: Annual Dues

The annual membership dues shall be set annually by the Board and are due and payable in full no later than **June 21st** prior to the commencement of each Rotary Year. Members who have not paid by that date shall be removed from the membership roll on Clubrunner. If the dues are paid prior to **September**

1 of the current Rotary Year, the member will be reinstated without penalty. Failure to pay dues by that date will result in complete loss of membership with the club. If any member cannot pay their dues in full by **June 21st**, an extension may be granted by applying to the president-elect.

Section 3: Subsidization of RI Convention Attendance

The President Elect is encouraged to attend the RI Convention just prior to taking office. The Board shall consider and approve in advance the subsidization of certain estimated costs of the President-Elect to attend the RI Convention. Such approved costs shall include the actual costs of travel, registration and lodging.

ARTICLE 8 METHOD OF VOTING

The business of this Club shall be transacted by viva voce vote except the Election of the President, when required, which shall be by ballot. The Board may determine that a specific resolution be considered by and Electronic or written ballot rather than by viva voce vote.

ARTICLE 9 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, International Service, and Youth Service. This Club will be active in each of the five Avenues of Service.

ARTICLE 10 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 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 2 or more years to ensure consistency. The President Elect is responsible for appointing Committee Chairs and conducting planning meetings prior to the start of the Year. It is recommended that each chair have previous experience as a member of the related committee. Standing committees should be appointed as follows:

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| Membership/Vocational | This committee is responsible for the development and implementation of a comprehensive plan for the recruitment and retention of Club members. |
| Public Relations | This committee is responsible for the development and implementation of plans to provide the public with information about Rotary and to promote the Club's service projects and activities. |
| Administration | This committee is responsible for the planning of social activities and the conducting of activities and procedures integral to the effective operation of the Club. |
| Local Service Projects | This committee is responsible for the development and implementation |

of educational, humanitarian and vocational projects that address the needs of our community. This committee should encourage Club members to source, develop and submit project proposals for consideration by the Local Service Projects committee.

International Service Projects This committee is responsible for the development and implementation of educational, humanitarian and vocational projects that address the needs of other districts or countries. This committee should encourage Club members to source, develop and submit project proposals for consideration by the International Service Projects committee.

Rotary Foundation This committee is responsible for the development and implementation of Plans to support The Rotary Foundation through both financial contributions and program participation.

Youth Services This committee is responsible for the development and implementation of programs and projects which support the youth of local and international communities; be responsible for the administration of RI's youth programs and initiatives such as RYLA, RYPEN, Youth Exchange, and the Adventures programs, to the extent that the Board has decided that the Club shall participate in said programs.

Fundraising This committee is responsible for creating, organizing and scheduling fundraising activities. This committee will seek out chairpersons and subcommittees where required for specific fundraising activities and provide action items to those chairpersons and subcommittees. When desirable, this committee will identify, vet and recommend partnering organizations. Working collaboratively with those organizations, they will determine a sharing of duties, responsibilities, and proceeds from the fundraising event. The net proceeds for our club will be presented to the Treasurer and entrusted to the Board.

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 Committee 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 11 DUTIES OF COMMITTEES

The duties of all Committees shall be established and reviewed by the President on an annual basis at the start of the Year. In declaring the duties of each, the President shall reference appropriate RI materials and guidance.

Each committee shall have a specific mandate, clearly defined goals and action plans established for the 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 12 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 to a maximum of six months.

(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 article 8, sections 3 and 4 of the Standard Rotary Club Constitution is not computed in the attendance record of the Club).

ARTICLE 13 FINANCES

Section 1: Budget

At the beginning of each 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.

Section 2: Expenditure Approvals

Notwithstanding the budgetary limitations set annually pursuant to Section 1, any proposed individual community, international or youth service expenditures which exceed \$2,500 must be presented to and approved by the Club membership at a regularly scheduled Club meeting prior to the release of funds. The Secretary will ensure that the voting results are recorded in the subsequent meeting of the Board.

Section 3: Banking

The treasurer shall deposit Club funds in a bank, named by the Board. The Club funds shall be divided into as many separate parts as needed.

Section 4: Signatories

All bills shall be paid by the treasurer or other authorized signing officer. All cheques drawn on the Club's bank accounts require the signatures of two authorized signing officers.

Section 5: Annual Financial Review

The Board shall designate two or more persons to perform a review of all the Club's financial transactions of the immediately preceding Year. The persons selected must be independent of the Board but do not need to be qualified accountants. The financial review must be completed prior to September 1st of each subsequent Year. The results of this review together with any required adjustments to the clubs accounting records shall be communicated to the Board. Once the review has been completed to the satisfaction of the Board, the annual Financial Statement of the Club shall be presented to the membership at large at the annual Club Assembly.

Section 5: Bond and Custody

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 July 1st to June 30th.

Section 7: RI Dues and Payments

The payment of per capita dues and RI official magazine subscriptions shall be made on July 1st and January 1st of each year on the basis of the membership of the Club on those dates.

ARTICLE 14 METHOD OF ELECTING MEMBERS

Section 1 Member Proposal

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 process.

Section 2 Member Proposal Review

The Board shall ensure that the proposal meets all the membership requirements of the Standard Rotary Club Constitution.

Section 3 Member Approval

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 Member Notification

If the decision of the Board is favourable, 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 Final Member Election

If no written objection to the proposal, stating reasons, is received by the Board from any member other than an honorary member of the Club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee, if any, 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 any, shall be considered to be elected to membership.

Section 6 Member Induction

Following the election, the membership/vocational Director shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the Secretary will report the new member information to RI and the Membership/Vocational Director will assign a member to assist with the new member's assimilation into the Club as well as assign the new member to a Club project or function.

Section 7 Member Removal

Removal of a Member will be subject to a normal vote by the Board and, except in extreme circumstances, will only be for failure to follow the rules of Rotary.

Section 8 Member Attendance Expectations:

Members of the Rotary Club of Red Deer East accept and understand the importance of regular attendance. When they are unable to attend regular scheduled meetings, they endeavour to keep their attendance high through meeting make-ups. A minimum of 50% attendance is required to remain a member in good standing and be eligible for continued membership in the upcoming Rotary year (honorary and legacy members excepted.)

1. Meeting make-ups will be valid for up to 3 months within any Rotary year.
2. Makeups earned in the last 60 days of any Rotary year may be transferred to the upcoming year. All makeups earned prior to that date shall be removed.
3. On or before May 1 of each year, the membership committee shall receive an attendance report for all members falling below 50% over the past Rotary year. The membership committee shall interview those members and report their findings and recommendations to the board. The board will make the final decision on whether to continue or terminate those memberships.
4. Members on Leave of Absence for 6 months or more shall be exempt from this policy

ARTICLE 15 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 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 bylaws of RI.