

BY-LAWS OF THE ROTARY CLUB OF HAWKS PRAIRIE

ARTICLE I ELECTION OF DIRECTORS AND OFFICERS

Section 1 - At a regular meeting held during the month prior to the annual meeting, the presiding officer of the Nominating Committee shall present the candidates for staggered terms of the Board of Directors, Vice President Secretary and Treasurer recommended by the nominating committee; any number of nominations may be made by the members from the floor, provided approval from the nominee is obtained. These nominations shall be voted for at the annual meeting. The candidates securing the highest number of votes shall be declared elected. The Vice President elected in such balloting shall serve as a member of the Board as commencing on the first day of July next following his/her election as Vice President, and shall assume office as President-elect on the first day of July immediately following the year of service on the board as Vice President.

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

Section 1 - The governing body of the club shall consist of fourteen members of this club, namely eight directors elected in accordance with Article I, Section I, of these bylaws, to include the following officers: President, President-elect, 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 club and board and to perform such other duties as ordinarily pertain to the office.

Section 2 - President-elect. It shall be the duty of the President-elect to serve as a member of the Board of Directors of the club, chair the Ways and Means Committee, attend the Northwest Regional Presidents-elect training seminar, coordinate attendance of officers, directors, and committee chairs at the District 5020 Assembly, attend and encourage attendance at the District 5020 Conference and to perform such other duties as may be prescribed by the president or the board. The President-elect shall automatically become the President of the Club following his year as President-elect.

Section 3 – Vice-President. It shall be the duty of the Vice-President to serve as a member of the board of directors of the club, chair the Club Speakers Committee, attend and encourage attendance, in conjunction with the President-elect, at the District 5020 Assembly & District Conference and to perform such other duties as may be prescribed by the president or the board. The Vice President shall automatically become the President-elect following his year as Vice President.

BY-LAWS OF THE ROTARY CLUB OF HAWKS PRAIRIE

Section 4 - Secretary. It shall be the duty of the Secretary to keep the records of membership, record the attendance at meetings, and send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to Rotary International, including the semiannual reports of membership, which shall be made to the General Secretary of Rotary International on January 1st and July 1st of each year, and including prorated reports to the General Secretary 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 or January semiannual reporting period, the report of changes in membership, which shall be made to the General Secretary of Rotary International, the monthly report of attendance at the club meetings which shall be made to the District Governor immediately following the last meeting of the month, collect and remit to Rotary International subscriptions to The Rotarian, and perform such other duties as usually pertain to the office.

Section 5 - Treasurer. It shall be the duty of the Treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board and to perform such other duties as pertain to the office. Upon retirement from office the Treasurer shall turn over to the successor or to the President all funds, books of accounts or any other club property in the Treasurer's possession.

Section 6 – Immediate Past President. It shall be the duty of the Immediate Past President to serve on the Presidents Council and perform the duties as outlined for that Council as well as to perform such other duties as may be prescribed by the President or the Board.

ARTICLE IV MEETINGS

Section 1 - Annual meeting. An annual meeting of this club shall be held on the first Friday of December in each year at which time the election of officers and directors to service for the ensuing year shall take place.

Section 2 - The regular weekly meetings of this club shall be held on Friday at 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 excused by the Board of Directors of this club, pursuant to Article VIII. Section 2 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 members being present for at least fifty (50) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club. Attendance make-ups for regular Rotary meetings will be allowed pursuant to Article VIII. Sections 1, 3 and 4 of the Standard Rotary Constitution. Such make-ups include attendance at: Interact club meetings, Rotaract club meetings, regular Board meetings, District/RI conference, District/RI assembly, Rotary Institute for Officers, committee meeting of at least one hour in duration as directed by Hawks Prairie Rotary President/Hawks Prairie Rotary Board of Directors/District Governor/District Board of Directors/RI President/RI Board of Directors, other meeting or club service projects as authorized by the Hawks Prairie Rotary President, Board of Directors or as described in the club constitution.

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 monthly. The meeting date for these monthly meetings will be selected by the Board at its' July meeting each year. Special meetings of the Board shall be called by the President, whenever deemed necessary, or upon

BY-LAWS OF THE ROTARY CLUB OF HAWKS PRAIRIE

the request of two (2) members of the Board, due notice having been given.

Section 5 - A majority of the Board members shall constitute a quorum of the board.

Section 6 - Any member of the Board of Directors who fails to attend three consecutive regularly scheduled board meetings shall forfeit his/her position. Any member of the board of directors who fails to attend three regularly scheduled board meetings during the year may be removed from office at the discretion of the remaining members of the Board.

ARTICLE V FEES AND DUES

Section 1 - The admission fee shall be determined by the Board of Directors and is to be paid, along with prorated dues, before the applicant can qualify as a member.

Section 2 - The membership dues shall be determined by the Board of Directors and are payable annually on the first day of July, a portion of the payment shall be applied to each member's subscription to The Rotarian magazine.

ARTICLE VI 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 VII COMMITTEES

Section 1 - (a) The President shall, subject to the approval of the board, appoint an elected director to head the following areas: Club Service, Membership Service, Vocational Service, New Generations Service, Community Service, International Service, Foundation, and Public Relations.

(b) The President shall, subject to the approval of the Board, also appoint such committees on particular phases of Club Service, Membership Service, Vocational Service, New Generations Service, Community Service, International Service, Youth Service, Foundation, and Public Relations as may be deemed necessary.

(c) Each committee shall consist of a chair, who shall be named by the director responsible for that area and an appropriate number of members with provisions for continuity of membership by appointing one or more members to a two year term.

(d) The President shall be ex-officio a member of all committees and, as such, shall have all the privileges of membership therein.

(e) Each committee shall transact such business as is delegated to it in the by-laws 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.

(f) Should the President deem it necessary, one or more committees dealing with various aspects of youth activities may be appointed. These committees may, be under any, or all, of the Vocational, New Generations, Community or International areas of service.

BY-LAWS OF THE ROTARY CLUB OF HAWKS PRAIRIE

Section 2 Club Service Director

- a) The Director of Club Service shall be responsible for all Club Service activities and shall supervise and coordinate the work of all committees appointed on particular phases of Club Service. Some of the duties include weekly meeting set up, front desk assignments, and working with the appointed Sergeant at Arms to arrange greeters and provide fellowship activities.
- b) The President shall, in consultation with the Club Service Director and subject to the approval of the board, appoint committees appropriate to the annual plan.

Section 3 Membership Service Director

- (a) The Director of Membership Service shall be responsible for all Membership Service Activities and shall supervise and coordinate the work of all committees appointed on particular phases of Membership Service to include Classification, Recruitment, Rotarization, Retention and Attendance.
- (b) The President shall, in consultation with the Vocational Service Director and subject to the approval of the Board, appoint committees appropriate to the annual plan.

Section 4 - Vocational Service Director

- (a) The Director of Vocational Service shall be responsible for vocational projects and programs to assist in career development, vocational awareness and to promote high ethical standards in the communities' schools and work areas.
- (b) The President shall, in consultation with the Vocational Service Director and subject to the approval of the Board, appoint committees appropriate to the annual plan.

Section 5 - Community Service Director

- (a) The Director of Community Service shall be responsible for all Community Service activities and shall supervise and coordinate the work of all committees appointed on particular phases of Community Service.
- (b) The President shall, in consultation with the Community Service Director and subject to the approval of the Board, appoint committees appropriate to the annual plan.

Section 6 - International Service Director

- (a) The Director of International Service shall be responsible for all International Service activities and shall supervise and coordinate the work of all committees appointed on particular phases of International Service.
- (b) The President shall, in consultation with the International Service Director and subject to the approval of the Board, appoint committees appropriate to the annual plan.

Section 7 - Rotary International Foundation Chair

- (a) The Chair of Rotary International Foundation committee shall be responsible and shall supervise and coordinate all work of the RI foundation committee(s) appointed on particular phases of foundation goals.
- (b) The President shall, in consultation with the RI Foundation Chair, and subject to the approval of the Board, appoint committees appropriate to the annual plan.

Section 8 -- Public Relations/Communications Director

BY-LAWS OF THE ROTARY CLUB OF HAWKS PRAIRIE

(a) The Director of Public Relations/Communications committee shall be responsible and shall supervise and coordinate all work of all committees appointed on particular phases of public relations or communications.

(b) The President shall, in consultation with the Public Relations/Communications Director, and subject to the approval of the Board, appoint committees appropriate to the annual plan.

Section 9 - New Generations Director

(a) New Generations Service Director shall be responsible youth and young adult leadership development activities, Eagle/Girl Scout Recognition, Real Hero's Awards, involvement in community to include Interact and Roteract.

(b) The President shall, in consultation with the New Generations Services Director and subject to the approval of the Board, appoint committees appropriate to the annual plan.

ARTICLE VIII DUTIES OF COMMITTEES

Section 1 Club Service Committees. These committees shall devise and carry into effect plans, which will guide and assist the members of this club in discharging their responsibilities in matters relating to Club Service. The Director of Club Service shall be responsible for regular meetings of the committees and shall report to the Board on all Club Service activities.

Section 2 Membership Service Committees. These committees shall devise and carry into effect plans, which will guide and assist the members of this club in discharging their responsibilities in matters relating to Membership Service. The Director of Membership Service shall be responsible for regular meetings of the committees and shall report to the Board on all Membership Service activities.

Section 2 - Vocational Service Committees. These committees shall devise and carry into effect plans, which will guide and assist the member of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The Director of Vocational Services shall be responsible for the Vocational Service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of Vocational Service. The Director of Vocational Services shall be responsible for regular meetings of the committees and shall report to the Board on all Vocational Service activities.

Section 3 - Community Service Committees. These committees shall devise and carry into effect plans, which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The Director of Community Service shall be responsible for the Community Service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of Community Service. The Director of Community Service shall be responsible for regular meetings of the committees and shall report to the Board on all Community Service activities.

BY-LAWS OF THE ROTARY CLUB OF HAWKS PRAIRIE

Section 4 - International Service Committees. These committees shall devise and carry into effect plans, which will guide and assist the members of this club in discharging their responsibilities in matters relating to International Service. The Director of International Services shall be responsible for the International Service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of International Service. The Director of International Service shall be responsible for regular meetings of the committees and shall report to the Board on all International Service activities.

Section 5 - New Generations Service Committees. These committees shall devise and carry into effect plans, which will guide and assist the members of this club in discharging their responsibilities in matters relating to New Generations Service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of New Generations Service. The Director of New Generations Service shall be responsible for regular meetings of the committees and shall report to the Board on all New Generations Service activities.

Section 6 - Nominating Committee. When it becomes possible, this committee shall consist of the five most Immediate Past Presidents who are dues paying members in good standing, the President, the President-elect and Vice President. The committee shall be chaired by the most senior Past President and shall recommend for nomination a slate of candidates for the positions of President-elect, Vice President, Secretary, Treasurer, and Board of Director vacancies. The business of the nominating committee shall be conducted so as to present the recommended list of candidates to the President and Board of Directors prior to the third regularly scheduled meeting in November.

ARTICLE IX 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.

ARTICLE X FINANCES

Section 1 - The Treasurer shall deposit all funds of the club in some financial institution to-be named by the Board.

Section 2 - All bills shall be paid only by checks signed by the Treasurer upon vouchers signed by any two officers. A thorough financial review by a certified public accountant or other qualified person shall be made once each year of all the club'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 club, cost of bond to borne by the club.

Section 4 - The fiscal year of this club shall extend from July 1st to June 30th. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates.

Section 5 - At the beginning of each fiscal year the Board shall prepare or cause to be

BY-LAWS OF THE ROTARY CLUB OF HAWKS PRAIRIE

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 XI METHOD OF ELECTING MEMBERS

Section 1 - Active members.

(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. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure.

(2) The Board shall use the expertise and resources of the appropriate committees to help determine the eligibility of proposed members.

(3) The Board shall consider and approve or disapprove the recommendations of the appropriate committees and shall then notify the proposer, through the club Secretary, of its decision.

(4) If the decision of the board is favorable, the proposer, together with one or more members of the appropriate committee, shall inform the prospective member of the purposes of Rotary and the privileges and responsibilities of membership in the club, following which the prospective member shall be requested to complete and submit an application for membership and to give permission for said proposed member's name and proposed classification to be published to the club.

(5) If no written objection to the proposal, stating reasons, is received by the Board from any member of the club within seven (7) days following publication of the name of the prospective member, the prospective member, upon payment of the admission fee, as prescribed in Article V of these by-laws, shall be considered to be elected to membership. Following the member's election to membership as herein provided, the club Secretary shall issue a membership card to the member and shall report the member's name to the General Secretary of Rotary International.

(6) The member shall be formally introduced as a new member at a regular meeting of the club.

Section 2 - Honorary Members. The name of a proposed candidate for this kind of membership shall be submitted to the Board of Directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member provided, however, each such proposal may be considered at any regular or special meeting of the board and that the Board may at its discretion waive any of the steps as set forth in Section 1 of this Article and proceed to ballot on the proposed member. The proposed member shall be considered duly elected if they receive a majority of positive votes, which are cast by the members of the Board in attendance at the regular or special meeting.

ARTICLE XII RESOLUTIONS

No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the Board. Such resolutions or motions, if offered at a club meeting, shall be referred to the Board without discussion.

BY-LAWS OF THE ROTARY CLUB OF HAWKS PRAIRIE

ARTICLE XIII 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 club constitution and with the Constitution and By-Laws of Rotary International.

These by-laws were approved as modified by the membership of the Rotary Club of Hawks Prairie on:

Date Bylaws accepted by August 10, 2001.

Amended March 8, 2002 by vote of the club.Note: Added Membership Services Director.

Amended July 11, 2008 by vote of the club.
Note: Added Foundation Chair.

Amended March 13, 2009 by vote of the club
Note: Added Public Relations Director.

Amended December 4, 2009 by vote of the club
Note: Updated to be consistent throughout and to clean up grammatical and spelling errors.

Amended December 2, 2011 by vote of the club.
Note: Reduced the number of directors and officers & clarified some director duties.

Amended Aug 3, 2012, by vote of the club.
Note: Added Director of Membership Services, Youth Services and Vice-President. Updated to be consistent throughout & clarified some director duties.

Amended May 3, 2013, by vote of the club.
Note: Added The New Generations Service Director which had been under Vocational & New Generations Service Director.