



Rotary Club of Sequim Sunrise

Amended Bylaws

Feb 2019

ARTICLE 1 - Definitions

ARTICLE 2 - Club Board

ARTICLE 3 - Election of Officers and Directors

ARTICLE 4 - Prohibition against Campaigning, Canvassing and Electioneering

ARTICLE 5 - Duties of Officers

ARTICLE 6 - Meetings and Quorums

ARTICLE 7 - Fees and Dues

ARTICLE 8 - Method of Voting

ARTICLE 9 - The Five Avenues of Service

ARTICLE 10 - Committees

ARTICLE 11 - Leave of Absence

ARTICLE 12 - Finances

ARTICLE 13 - Method of Electing Active and Honorary Members

ARTICLE 14 - Resolutions

ARTICLE 15 - Conflict of Interest

ARTICLE 16 - Order of Business

ARTICLE 17 - Bylaws Review and Amendments

ARTICLE 1 - Definitions

1. Club: The Rotary Club of Sequim Sunrise
2. Club Board: The Board of Directors of this Club
3. Foundation Board: The Board of Directors of the Sequim Sunrise Rotary Foundation
4. Director: A member of this Club's Board of Directors as chair of one of seven committees (Administration, Membership, Community Service, Youth Services, Vocational Service, Public Relations and The Rotary Foundation.)
5. President-Elect: A President-Elect that becomes President-Elect at the beginning of the Rotary year when the former President-Elect becomes President.
6. Member: A member of this Club who is both in good standing and current in his or her dues.
7. LOA Member: A member of this Club whose absence is board approved.
8. Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club's members for club decisions and a majority of the directors for club board decisions
9. District: District 5020
10. RI: Rotary International
11. Rotary Year: The twelve-month period that begins July 1

ARTICLE 2 - Club Board

The governing body of this Club shall be the Club Board consisting of officers:

1. President,
2. President-Elect,
3. Secretary,
4. Treasurer,
5. Immediate Past President, and Directors for:
6. Administration,
7. Membership,
8. Community Service,
9. Youth Service
10. Public Relations,
11. The Rotary Foundation,
12. International Service
13. Vocational Service

The Club Board Officers and Directors shall each be elected in accordance with ARTICLE 3 of these Bylaws. Club Board members will have only one vote, if they should hold more than one position of officer or director. All Directors shall be considered "officers" in these Bylaws.

ARTICLE 3 - Election of Officers and Directors

Section 1 - Nominating Committee

The Nominating Committee for the next Rotary year shall be empaneled before the last regular Club meeting of October and shall consist of the current President, Immediate Past President (Chair), and the three most recent Past Presidents of the Rotary Club of Sequim Sunrise. The committee shall develop nominations for President-Elect Nominee, and the offices of Secretary and Treasurer. The immediate past president shall schedule and call the meetings. The committee shall nominate candidates for the above-mentioned offices and confirm the candidates for the above-mentioned offices and confirm the candidate's willingness and availability to serve for the term being considered. The nominations committee shall continue to hold regular meetings until they have prepared a list of nominations of at least one candidate but not more than three candidates for each position. The list of candidates for each position shall be listed in alphabetical order and shall be read to the club members present at three consecutive meetings prior to December's annual meeting where an election shall take place.

Section 2 - Club Officer Elections

Before or during the second regular Club meeting in December, members shall vote for President-Elect Nominee, Secretary and Treasurer. Nominees shall include those put forward by the Nominating Committee and any others as may be forwarded by Club members from the floor. The candidate for each office receiving the majority of the votes shall be declared as elected to that office for the next Rotary year. The President-Elect nominee shall take the title of President-elect on the first day of July next following the election and shall serve as an officer during that Rotary year. On 1 July immediately following that Rotary year, the President-elect shall assume office as President.

Section 3 – Club Director Elections

Members shall vote on Directors for Administration, Membership, Community Service, Youth Service, Public Relations, The Rotary Foundation, Vocational Service, and International. The President-Elect may direct some or all the Director elections as early as Officer Elections date. Director nominees shall include those put forward by the Nominating Committee chaired by the President-Elect and any others as may be forwarded by Club members from the floor. The candidate for each Directorship receiving the majority of the votes shall be declared as elected to that Directorship for the next Rotary year.

It is in the best interests of the club to elect the board of directors in December. In the event the President-elect is not able to identify a full slate of directors, an election of persons to fill unfilled Director positions may be held later, but not later than the last regular Club meeting in March.

Section 4 – Vacancies on the Club Board

The Club Board shall appoint a person to fill a vacancy on the Club Board.

ARTICLE 4 - Prohibition against Campaigning, Canvassing and Electioneering

In accordance with Rotary International's *Manual of Procedure*, "Any effort to influence the selection process by campaigning, canvassing, electioneering, or otherwise is prohibited. Rotarians shall not campaign, canvass, or electioneer for elective position or allow any such activity on their



behalf.”

ARTICLE 5 - Duties of Officers

Section 1 - President

The President shall preside at meetings of the Club and the Club Board and perform other duties as ordinarily pertain to the office of president.

Section 2 - President-Elect

The President-Elect shall serve on the Club Board and perform such other duties as may be prescribed by the President or the Club Board. The President-Elect shall serve on the Sequim Sunrise Rotary Foundation fundraising committee. The President-Elect is encouraged attend the Rotary International Convention and shall have up to \$2,500 if available to offset expenses should he or she attend.

Section 3 - Immediate Past President

It shall be the duty of the immediate past president to preside at meetings of the club and the board in the absence of the president and to perform other duties.

Section 4 - Secretary

The Secretary shall keep membership records; be responsible for sending out notices of Club, Club Board and committee meetings; record and preserve the minutes of such meetings; report as required to RI, and to the District Governor, coordinate with the membership committee, and perform other duties as usually pertain to the office of Secretary. If the Secretary leaves the Board before the end of the Rotary Year, he or she shall turn over records, reports and any other Club property, to the incoming Secretary, or to the Club President, if no Secretary has been selected.

Section 5 - Treasurer

The Treasurer shall have custody of all operational funds, accounting for them monthly to the Club Board, quarterly to the Club and at any other time upon demand by the Club Board. The Treasurer shall collect and remit to RI funds for official magazine subscriptions and 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-Elect all funds, books of accounts, or any other Club property. Despite being out of office, the Treasurer is still responsible for ensuring that the tax returns for his or her year are filed on time. The Club Treasurer is responsible for funds in the Sequim Sunrise Rotary Foundation. If the Treasurer leaves the Board before the end of the Rotary Year, he or she shall turn over all funds, books of accounts and or any other Club/Foundation property, to the incoming Treasurer, or to the Club President, if no Treasurer has been selected.

ARTICLE 6 - Meetings and Quorums

Section 1 – Open Meetings

Any member of this Club is welcome at any meeting of the Club, the Club Board, the Sequim Sunrise Foundation Board, any committees and any other official or unofficial meeting. Club members who are not members of the Club Board or Sequim Sunrise Rotary Foundation Board or that committee may, if permitted by the president or committee chair, take part in discussions, but may not vote unless designated by a voting member of that board or

committee. Board Agendas will include an item allowing club member comment at beginning of each regular meeting.

Section 2 – Weekly Meetings

The regular weekly meetings of this club shall be held on Friday at 7:00 AM. 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 pursuant to 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 standard Rotary club constitution, article 9, sections 1 and 2.

Section 3 – Club Assembly

A Club Assembly is a regular weekly meeting for the purpose of review and discussion of club events, nominations, fundraisers or other Club activities and shall be held at least quarterly during the Rotary year.

Section 4 - Quorum for Regular Club Meetings

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

Section 5 - Club Board Meetings

The Club Board shall normally meet once per month at the time and place the Club Board determines. The President, after giving due notice, shall call special meetings of the Club Board at a location of the President's choosing, whenever necessary or upon the request of two members of the Club Board.

Section 6 - Quorum for Club Board Meetings

A majority of the Club Board members shall constitute a quorum of the Club Board.

ARTICLE 7 - Fees and Dues

Section 1 - Initiation Fee

An applicant must pay an initiation fee as determined by the Club Board before he or she can become a member.

Section 2 - Membership Dues

Subsection 1 - Determination of Membership Dues

Before the incoming Club Board takes office, at a joint meeting of the incoming and outgoing Club Boards, the Club Boards shall make a recommendation to the Club members on the amount of the membership dues for the upcoming year. The dues structure may be modified by the Board and may be adjusted only after projected changes are published in the weekly bulletin for two consecutive weeks and discussed before the membership at a general meeting. The presiding President or Treasurer shall explain the usage of these dues to the members for their approval.

Subsection 2 - Schedule for Payment of Dues

A split payment may be made with half due on the first day of July and the remainder payable on the first day of January.



ARTICLE 8 - Method of Voting

The business of this club shall be transacted by *viva voce** vote except the election of officers and directors where there is more than one candidate for the position, which shall be by ballot. The voting members of the Board of Directors shall include the President, Immediate Past President, President-Elect, Secretary, Treasurer and the Committee Directors. Each of the Directors shall have one vote which may be cast by his/her assistant in their absence. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

(Note: Viva voce vote is defined as when club voting is conducted by vocal assent.)

ARTICLE 9 - The 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 strategic goals of the club. The President-elect, President, and Immediate Past President should work together to ensure continuity of leadership and succession planning. The committee chairperson is responsible for appointing committee members to fill vacancies, and conduct planning meetings prior to the start of the year in office. A committee chair should have previous experience as a member of the committee. Standing Committees should be appointed as follows:

Section 1 Standing Committees

Membership

This committee should develop and implement a comprehensive plan for the recruitment and retention of members. The committee shall also keep membership records by recording attendance at meetings and reporting changes in membership.

Club Public Relations

This committee, in cooperation with other standing committees, 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. (Funds spent for Club Administration are not tax deductible).

Community Service

Community Service is the opportunity Rotary clubs have to implement club projects and activities that improve life in the local community.



International Service

International Services encompasses efforts to expand Rotary’s humanitarian reach around the world and to promote world understanding and peace.

Youth Service

This committee should develop and implement plans for youth programs such as Youth Exchange, Interact, RYLA, Student of the Month, scholarships, etc.

The Rotary Foundation of Rotary International

This committee should develop and implement plans to support The Rotary Foundation of Rotary International through both financial contributions and program participation.

Vocational Service

This committee shall develop and implement plans for vocational activities consistent with Rotary International’s definition of Vocational, Community, and Youth Service activities.

Section 2 - Other Committees The President with the approval of the Club Board may appoint other committees as needed.

Section 3 - Committee Members and Responsibilities

Subsection 1 - The President’s Membership of all committees

The President shall be a member of all committees and shall have all the privileges of membership.

Subsection 2 - Delegation and Procedure

Each committee shall transact such business as these Bylaws require and shall conduct such additional business as the President/Club Board may refer to it.

Subsection 3 - Chair Responsibility

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 Club Board on all committee activities.

Subsection 4 – Duties of Committees

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 make reference to appropriate RI materials.

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.

ARTICLE 11 - Leave of Absence

If a member submits a written application to the Club Board, setting forth good and sufficient cause, the Club Board may approve a leave of absence excusing a member from attending the meetings of the Club for a specified length of time.

ARTICLE 12 – Finances

Section 1 - Club Operational Budget

Subsection 1 - Budget Preparation

Before each fiscal year, the Treasurer, with Club Board approval, shall prepare an operational budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless the Club Board orders otherwise.

Subsection 2 - Banking

The Treasurer shall deposit all Club operational funds in a bank, which the Club Board selects.

Subsection 3 - Authorizing Payments

The Treasurer shall pay the Club's bills consistent with the Club-Board-approved operational budget. Any Club member, regardless of his or her capacity within the Club, must receive Board approval before committing the Club to any financial responsibility outside the Club-Board-approved operational budget.

Subsection 4 – Revision of Budget

The Club Board may revise the Club's operational budget as necessary.

Subsection 5 - Treasurer's Reports

The Treasurer must submit a written line-item report to the Club Board each month and each quarter must submit to the Club a written report of the Club's operational transactions of the year-to-date.

Subsection 6 – Financial Policies and Procedures

As applicable, attached are approved financial policies and procedures which amplify and govern the treasurer's duties regarding the handling of funds, which are incorporated by this reference.

Section 2 – Disbursement of Sequim Sunrise Rotary Foundation Funds

The Club Board shall recommend to the Sequim Sunrise Rotary Foundation Board disbursement of the Club Foundation funds, which recommendation(s) are not binding on the Foundation.

Section 3 - Financial Review

The Club Board shall appoint a qualified committee with financial experience to thoroughly review all operational financial transactions once each year.

Section 4 - Fiscal Year and Payment Schedule

This Club's fiscal year shall extend from July 1 to June 30. The Treasurer shall pay the Rotary International per capita dues and RI official magazine subscriptions as of July 1 and January 1 of each year based on the membership of the Club on those dates. The Treasurer shall pay the District per capita dues as the District directs.



ARTICLE 13 - Method of Electing Active and Honorary Members

Members of the Rotary Club of Sequim Sunrise are of two types only, Active or Honorary members. Active members shall include Regular and Corporate members assessed full dues and Associate and Family members assessed RI dues and some portion of Club dues.

Section 1 - Proposing a Prospective Active or Honorary Member

A member of this Club may propose in writing the name of a prospective member, a member in good standing with another club, or honorary member to the Club Board through the Club Membership Chair. All Club members shall keep the proposal confidential except as otherwise provided in this procedure or by agreement of sponsor and Club Membership Director.

Section 2 -Approval or Disapproval Process

Subsection 1 - Meeting Classification and Membership Requirements.

The Club Board shall ensure that the proposed member meets all membership requirements (except for proposed honorary members) of the Sequim Sunrise Rotary Club Constitution.

Subsection 2 - Approval or Disapproval Thirty-Day Limit

The Club Board shall approve or disapprove the proposed member within 30 days of its submission and shall notify the Club member who proposed the prospective member, through the Membership chair, of its decision.

Subsection 3 - Publishing Proposed Members

If the Club Board decides favorably to accept the proposed member for membership, the Membership chair shall, with the permission of the proposed member, publish in the Club Bulletin his or her name. If the Club Board receives no written objection, stating reasons to the proposal, from any member (other than honorary) of the Club within seven days following publication of information about the proposed member, that person, shall be invited to attend an Orientation. If the Club Board receives any such objection, the Club Board shall vote on this matter at its next meeting. If approved despite the objection, the proposed member shall be invited to an Orientation.

Subsection 4 – Orientation and Election to Membership

The purpose of the Orientation is to review the history of Rotary and the Rotary Club of Sequim Sunrise, as well as the privileges, responsibilities and costs of membership, or honorary membership. If the proposed member wishes to proceed with becoming a member, he or she will sign and date a completed Membership Application form. Upon payment of the initiation fee and dues, as prescribed in these Bylaws, he or she shall be considered elected to membership.

Subjection 5 – Annual Review of Honorary Membership

At least annually the Membership Committee will gather to review the Honorary Members list to delete any who are no longer have any connections to the Club.

ARTICLE 14 – Resolutions

The Club shall not consider any resolution or motion to commit the Club on any matter until the Club Board has considered it. Such resolutions or motions, if offered at a Club meeting, shall be referred to the Club Board without discussion.

ARTICLE 15 - Conflict of Interest

To prevent any actual or perceived conflict of interest that might affect the status of the Club or its Foundation, this Club has established the following policies:

Section 1 - Recusal from Decisions Concerning Potential Beneficiaries

Any member of Rotary Club of Sequim Sunrise may nominate a charity as a potential beneficiary of the Club, and any member may recommend to a charity that it apply to become a beneficiary of the Club. However, any member with a conflict of interest (such as being a member of the board or being an employee of the proposed charity), must recuse himself or herself from the process within the Club of selecting a charity.

Section 2 - "Self-Dealing" and Self-Benefit

These Bylaws prohibit the Club and any of its members from "self-dealing" and from any activity that gives the impression of "self-dealing". These Bylaws prohibit using, or giving the impression of using, the Club's charitable activities to benefit the Club or its individual members.

Any member of the Board or of a committee making grant or award decisions and that member's immediate family cannot benefit personally or professionally from any award or grant made by the Club.

Section 3 – Conflict of Interest Policy and Disclosure form

Each board member (officers and directors) shall on an annual basis review the Rotary Club of Sequim Sunrise's conflict of interest and disclosure policy and sign attached Appendix A to indicate any conflict of interest they might have.

DEFINITION OF TERMS:

As used herein, the term "immediate family" means the member's spouse, domestic partner, parents, grandparents, children, step-children, grandchildren, step-grandchildren, great grandchildren, siblings, and the spouses of each. In addition, the term "household" means a domestic unit consisting of a family who live together along with non-relatives.

ARTICLE 16 - Order of Business (Suggested)

- Meeting called to order (7:15 a.m.).
- Introduction of visitors.
- Correspondence, Announcements and Rotary Information.
- Committee reports if any.
- Any unfinished business.
- Any new business.
- Address or other program features.
- Adjournment 8:30 a.m.

ARTICLE 17 – Bylaws Review and Amendments

Section 1 – Bylaws Review

These Bylaws shall be reviewed after the Rotary International Manual of Procedure is



published, approximately every three years. The President shall appoint the Secretary or other Club member to review the Bylaws and make necessary amendments to the Bylaws for approval by the Rotary Club of Sequim Sunrise Board and vote by the membership as stated below.

Section 2 - Amendments

The Club may amend these Bylaws at any regular meeting, a quorum being present, by a two-thirds vote of all members present, if the Secretary has notified each member of the proposed amendment at least ten days before such meeting. No amendment or addition to these Bylaws can be made that is not in harmony with the Constitution and Bylaws of Rotary International.

These Bylaws formally adopted at its Regular Club Meeting, _____
by a vote of _____ to _____.

Jim McEntire
President 2018-2019
Sequim Sunrise Rotary Club _____



APPENDIX A - Conflict of Interest Policy

1. Applicable to Board Members, Officers and Committee Members of the Rotary Club of Sequim Sunrise, referred to in this document as Sequim Sunrise.
2. General: A conflict of interest is when a personal or professional interest of any person set forth in paragraph (1) above, are at odds with the best interest of Sequim Sunrise. No member of the Sequim Sunrise Board or any of its Committees shall derive any gain, directly or indirectly, by reason of his or her participation with Sequim Sunrise. No Board member or Committee member shall use his or her position, or the knowledge gained therefrom in such a manner a conflict arises between Sequim Sunrise and his or her personal interests.
3. Full Disclosure Required: Any person set forth in paragraph (1) above, shall disclose any potential conflict of interest to the Sequim Sunrise Board of Directors either in writing or by personal appearance before the Board of Directors. All facts and matters pertaining to the potential conflict of interest must be disclosed. Such person must disqualify or recuse themselves from any discussion or vote on the potential conflict of interest matter from the activities of finances of Sequim Sunrise until the potential conflict of interest is resolved.
4. Resolutions: Any and all matters involving a potential conflict of interest shall be resolved by a vote of the Sequim Sunrise Board of Directors. Should any Board member be a party to the potential conflict of interest, that Board member must recuse themselves from any discussion or Board vote, and must be excused during the Board discussion and vote.
5. Resolution Options: The Sequim Sunrise Board has the responsibility to make the decision as to what course of action Sequim Sunrise should take so that the best interest of Sequim Sunrise is served. The Board can determine no conflict exists, or that a potential conflict does not prevent the matter under question to proceed, or any remedy if the Board believes there is a conflict of interest. The Board can take no action, or craft a solution that is in the best interest of Sequim Sunrise. Each Board member has a duty to place the interest of Sequim Sunrise foremost in any dealings with Sequim Sunrise.
6. Record of Conflict of Interest: Sequim Sunrise Board minutes shall reflect the conflict of interest was disclosed and that the interested person did not participate in the Board discussion and vote on the matter. It shall also reflect the outcome of the potential conflict of interest.
7. Review of Policy: Each Sequim Sunrise Board member shall be provided a copy of this policy and each Committee member will be asked to review a copy of this policy.
8. Approved: Approved by the Rotary Club of Sequim Sunrise Board of Directors and Officers.

Dated _____

Signed _____