**Bylaws of the Rotary Club of Burnaby**

**Article 1 Definitions**

1. Board: The club’s board of directors

2. Director: A member of the club’s board of directors

3. Member: A member of the club, other than an honorary member

4. 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

5. RI: Rotary International

6. Year: The 12-month period that begins on 1 July

**Article 2 Board**

The governing body of this club is its board of directors, consisting of, at a minimum, the president, immediate past president, president-elect, secretary, and treasurer, and other directors elected as such by the members in accordance with these bylaws

**Article 3 Elections and Terms of Office**

Section 1 — One month before elections, members nominate candidates for president, vice president, secretary, treasurer, and any open director positions. The nominations may be presented by a nominating committee, by members from the floor, or both. The board shall be comprised of no more than 13 members.

Section 2 —The additional candidates for director receiving a majority of the votes shall be declared elected as directors.

Section 3 — If **any officer or board member vacates his or her position, the remaining members of the board will appoint a replacement.**

Section 4 — **If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.**

Section 5 —The terms of office for each role are:

President — one year

Treasurer —one year

Secretary —one year

Director — one year

*The Standard Rotary Club Constitution requires that your club’s bylaws specify an election process. If a nominating committee is used, include details of how it is appointed. The term of office for a club president is specified as one year in the Standard Rotary Club Constitution.*

**Article 4 Duties of the Officers**

Section 1 — The president presides at club and board meetings.

Section 2 —The immediate past president serves as a director on the club board.

Section 3 —The president-elect prepares for his or her year in office and serves as a director and presides at club and board meetings when the president is absent.

Section 4 —A director attends club and board meetings.

Section 5 —The secretary keeps membership and attendance records.

Section 6 —The treasurer oversees all funds and provides an annual accounting of them.

Section 7 —The sergeant-at-arms maintains order in club meetings.

Section 8 — The immediate past president and the president elect shall be in charge of the nominating committee. There will be calls for nominations at three separate meeting prior to the AGM, as well as at the AGM, which will be in December.

*Note: See Rotary club leader manuals for details on the roles of club officers.*

**Article 5 Meetings**

Section 1 —An annual meeting of this club is held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 —This club meets as follows: ­­Friday’s at 12:15 pm. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 —Board meetings are held each month. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

Section 4 — The Rules of Order for meetings shall be the Simplified Version of Robert’s Rules of Order.

**Article 6 Dues**

**Annual club dues are** to be determined by the board. Annual club dues include **RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.**

**Article 7 Method of Voting**

The business of this club is conducted by voice vote or a show of hands except in the election of officers and directors, which is conducted by ballot. The board may also provide a ballot for a vote on some resolutions.

The Rotary Satellite Club of Burnaby shall follow the same voting procedures as the Rotary Club of Burnaby.

**Article 8 Committees**

Section 1 — Club committees coordinate their efforts to achieve the club’s annual and long-term goals. The club should have the committees listed in article 13, section 7, of the Constitution of Rotary Club of Burnaby

Section 2 —The president is an ex officio member of all committees and, as such, has all the privileges of membership.

Section 3 — Each committee’s chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

Section 4 – All committee chairs must read the respective training manuals that are on RI website.

**Article 9 Finances Documents**

Section 1 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures. The board shall also approve the signing authorities for the year.

Section 2 — The treasurer deposits club funds in a financial institution or institutions designated by the board, divided into four accounts: one for club operations, one for service projects, one for gaming activities, and one for Bali project.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions.

Section 5 —Club members will receive an annual financial statement of the club.

Section 6 — The fiscal year is from 1 July to 30 June.

**Article 10 Method of Electing Members**

Section 1 — A member proposes a candidate for membership to the board, or another club proposes one of its transferring or former members.

Section 2 —The board approves or rejects the candidate’s membership within 30 days and notifies the proposing member of its decision.

Section 3 —If the board approves the candidate’s membership, the prospective member is invited to join the club.

**Article 11 Membership**

**The Rotary Club of Burnaby offers the following membership types:**

Section 1—Active: These members enjoy all the benefits, opportunities and responsibilities of Rotary and are consistent with Article 10 of the club’s Constitution.

Section 2 — Honourary: As defined in the club’s constitution.

Section 3 — Primary Corporate, Active: These members will engage in the club’s activities similar to all active members.

Section 4 — Corporate Associate: These members will not be members of Rotary International and therefore will not pay RI and District dues. They shall pay an annual club dues of $100 and shall be treated as a club member. An Associate membership will enable the member to engage in Rotary and see the value of Rotary service projects, leadership training and fellowship opportunities. They shall not be able to hold club officer positions.

**Article 12 Resolutions**

No resolution or motion to commit the 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.

**Article 13 Rotary Club of Burnaby Foundation**

The club has caused the incorporation of the Rotary Club of Burnaby Foundation, a society registered under the *Societies Act of British Columbia* and registered with Canada Revenue Agency as a tax exempt charitable organization. The intention is that the Foundation will work in concert with the club to fund various projects. Members of the club are strongly encouraged to also become members of the Rotary Club of Burnaby Foundation.

**Article 14 Amendments**

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 10 days before the meeting, having a quorum present for the vote, and having two-thirds of the votes support the change. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Dated at the City of Burnaby, Province of British Columbia this 14th day of December 2018

Mailing Address: Rotary Club of Burnaby, PO Box 80001, Burnaby, BC, V5H 3X1