

Bylaws of the Rotary Club of Meadow Ridge

Article 1: Definitions

- a. Board: The Board of Directors of this Club.
- b. Director: A member of this Club's Board of Directors.
- c. Member: A member, other than an honorary member, of this Club.
- d. RI: Rotary International.
- e. Year: The twelve-month period that begins on 1 July.

Article 2: Board

- a. The governing body of this Club shall be the Board consisting of 11 members of this Club, namely,
 - i. the president,
 - ii. immediate past president,
 - iii. president-elect,
 - iv. vice-president,
 - v. secretary,
 - vi. treasurer, and
 - vii. the directors of the 5 avenues of service.
- b. The Board, at its discretion, may co-opt additional active members to serve on the Board.
- c. All decisions of the Club not delegated to a specific committee or project will be made by the Board.

Article 3: Election of Directors and Officers

Section 3.1

- a. At a regular meeting one month prior to the meeting for election of directors, the presiding officer shall ask for nominations by members of the Club for:
 - i. president-elect,
 - ii. vice-president,
 - iii. secretary,
 - iv. treasurer, and
 - v. directors of the 5 avenues of service.
- b. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as the Board may determine.
- c. When using a nominating committee, such committee shall be appointed as the Board may determine.
- d. 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.

- e. The candidates for president-elect, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices.
- f. The 5 candidates for director receiving a majority of the votes shall be declared elected as directors.
- g. On July 1 immediately following their year of office as president-elect, the president-elect shall assume office as president.

Section 3.2

- a. The immediate past president, president, president elect, vice president, secretary, treasurer and directors shall constitute the Board.
- b. The president-elect shall appoint a member of the Club to act as sergeant-at-arms.

Section 3.3

A vacancy in the position of any director-elect shall be filled by the appointment of an additional director, by motion of the president.

Article 4: Duties of Officers

Section 4.1 – *President.*

It shall be the duty of the president to

- a. preside at meetings of the Club and the Board; and
- b. to perform other duties normally associated with the office of president.

Section 4.2 – *Immediate Past President.*

It shall be the duty of the immediate past president to

- a. serve as a director; and
- b. to perform such other duties as may be prescribed by the president or the Board.

Section 4.3 – *President-elect.*

It shall be the duty of the president-elect to

- a. serve as a director;
- b. preside at meetings of the Club and the Board in the absence of the president;
- c. perform such other duties as may be prescribed by the president or the Board; and
- c. Attend PETS.

Section 4.4 – *Vice-President.*

It shall be the duty of the vice-president to

- a. serve as a director; and
- c. perform such other duties normally associated with the office of vice-president.

Section 4.5 – *Secretary.*

It shall be the duty of the secretary to

- a. keep membership records;
- b. record attendance at meetings;
- c. send out notices of Club, Board, and committee meetings;

- d. record and preserve the minutes of such meetings;
- e. 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;
- f. 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; and
- g. perform other duties normally associated with the office of secretary.

Section 4.6 – Treasurer.

- a. It shall be the duty of the treasurer to
 - i. have custody of all funds,
 - ii. account for all funds to the club annually and at any other time upon demand by the Board, and
 - iii. perform other duties normally associated with the office of treasurer.
- b. 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 4.7 – Sergeant-at-Arms.

The duties of the sergeant-at-arms shall be such as are normally associated with such office and other duties as may be prescribed by the president or the Board.

Article 5: Meetings

Section 5.1 – Annual General Meeting.

The annual general meeting of this Club shall be held on the second Tuesday of December of each year, at which time the election of directors and officers to serve for the ensuing year shall take place

Section 5.2 – Regular club meetings

- a. The regular weekly meetings of this Club shall be held on Tuesday at 12:00 for one hour.
- b. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the Club.
- c. All members, except 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 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.
- d. There will be a speaker.

Section 5.3 – Club business meetings

- a. The president and the Board will decide on the frequency of business meetings.
- b. Due notice of any changes in or canceling of the regular meeting shall be given to

all members of the Club.

- c. All rules applicable to Club meetings apply to business meetings;
- d. During each business meeting reports will be presented as directed by the president or the Board.
- e. There may be a speaker.

Section 5.4

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

Section 5.5 – Board meeting

- a. Regular meetings of the Board shall be held once a month as directed by the president.
- b. 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.
- c. A majority of the directors shall constitute a quorum of the Board.

Article 6: Fees and Dues

Section 6.1

The Club does not require an admission fee from prospective members.

Section 6.2

- a. The membership dues shall be an amount approved by the Board, payable annually on the first day of July, with the understanding that a portion of each semi-annual payment shall be applied to each member's subscription to the RI official magazine.

Article 7: Method of Voting

- a. The business of this Club shall be transacted by *viva voce* vote except the election of directors, which shall be by ballot or as directed by the president.
- b. The Board may, by motion of the president, determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

Article 8: Avenues of Service

The Avenues of Service are the philosophical and practical framework for the work of this Rotary Club. They are

- a. Club Service,
- b. Vocational Service,
- c. Community Service,
- d. International Service, and
- e. New Generations Service.

This Club will be active in each of the Avenues of Service.

Article 9: Committees

- a. Club committees are charged with carrying out the annual and long-range strategic goals of the Club.

- b. The president-elect, president, vice president and immediate past president should work together to ensure continuity of leadership and succession planning.
- c. When feasible, committee members should be appointed to committees in a manner that will ensure consistency.
- d. 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.
- e. It is recommended that the chair has previous experience as a member of the committee.
- f. Standing committees should be appointed as follows:
 - i. Membership
This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
 - ii. Public Image
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.
 - iii. The Rotary Foundation
This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.
 - iv. Paul Harris committee
This committee, consisting of only Paul Harris Fellows, is tasked with managing the affairs relating to Paul Harris Fellows and nominating prospective Paul Harris Fellows to the Board for approval as such.
- g. Additional *ad hoc* committees may be appointed as needed.
- h. The president shall be *ex officio* a member of all committees and, as such, shall have all the rights of membership thereon.
- i. Without inhibiting the creativity of the committee, 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.
- j. 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.
- k. 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 10: Duties of Committees

- a. The duties of all committees shall be established and reviewed by the president for his or her year.
- b. In declaring the duties of each, the president shall reference appropriate RI materials and the Avenues of Service when developing plans for the year.
- c. 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. The Board shall be responsible for approval of the expenditure of any profits generated by a committee, but the committee may recommend recipients to the Board.

- d. 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

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 no longer than twelve (12) months.

Article 12: Finances

Section 12.1

- a. Prior to the beginning of each fiscal year, the president and treasurer, in conjunction with 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 directed by action of the Board.
- b. The budget shall be broken into three separate parts:
 - i. one in respect of Club operations;
 - ii. one in respect of charitable/service operations; and
 - iii. one in respect of the Club's gaming account.

Section 12.2

- c. The treasurer shall deposit all Club funds in a bank, named by the Board.
- d. The Club funds shall be divided into three separate parts:
 - i. Club operations;
 - ii. Charitable/service projects; and
 - iii. Gaming account.

Section 12.3

All bills shall be paid by the treasurer or other authorized director. All payments must have 2 signatures for authorization.

Section 12.4

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

Section 12.5

- a. The fiscal year of this Club shall extend from July 1 to June 30.
- b. The payment of per capita dues, which includes RI official magazine subscriptions, shall be made on July 1 of each year on the basis of the membership of the Club on that date.

Article 13: Method of Electing Members

Section 13.1

- a. The name of a prospective member, proposed by an active member of the Club or

the membership committee, shall be submitted to the Board in writing, through the Club secretary.

- b. A transferring or former member of another Club may be proposed to active membership by the former Club.
- c. The proposal shall be kept confidential except as otherwise provided in this procedure.

Section 13.2

The Board shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary Club constitution.

Section 13.3

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 13.4

If the decision of the board is favorable, 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 13.5

- a. 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 pro-rated club dues (if not honorary membership), as prescribed in these bylaws, shall be considered to be elected to membership.
- b. 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 pro-rated club dues (if not honorary membership) shall be considered to be elected to membership.

Section 13.6

Following the election, the president 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 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 13.7

The Club may elect, in accordance with the standard Rotary Club constitution, honorary members proposed by the Board.

Article 14: Resolutions

The Club shall not consider any resolution or motion to commit the Club on any matter until the Board has considered it.

Article 15: Suggested Order of Business

- a. Meeting called to order.

- b. Anthem and invocation.
- c. Introduction of visitors and visiting Rotarians.
- d. Attendance statistics.
- e. Rotary moment.
- f. Correspondence, announcements and Rotary information.
- g. Any unfinished business and any new business.
- h. Address by the speaker, other program features or during a business meeting, directors and committee reports.
- i. Toast to the queen.
- j. Adjournment.

Article 16: Amendments

- a. These bylaws may be amended at any meeting convened for this purpose, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed or emailed to each member at least ten (10) days before such meeting.
- b. As these bylaws are not the standard Rotary bylaws and contain various other and further provisions unique to the Club, the entire content hereof cannot be rejected in favour of the standard proposed version, but must be adapted only as, when and where it is required.
- c. 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.
- d. Notwithstanding, the Board may approve the establishment of a Pilot Program for a maximum period of one year, during which time any conflict with the Club Bylaws or Constitution will be overlooked.

Adopted by the Rotary Club of Meadow Ridge on this the _____ day of _____ 2018.

Signed by the officials hereunder on this the _____ day of _____ 2018.

President

Secretary