

# Bylaws of the Rotary Club of Westbank

## September, 2008 (Amended March 21, 2011, May 26, 2014)

### Article I Definitions

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: A member, other than an honorary member, of this club.
4. RI: Rotary International.
5. 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 six members of this club, namely, the president, vice-president, president-elect (or president-nominee, if no successor has been elected), secretary, treasurer, and the ~~sergeant-at-arms. Remove. We don't do this.~~ At the discretion of the board, also added can be the minimum of four directors elected in accordance with article 3, section 1 of these bylaws, and the immediate past president.

### Article 3 Election of Directors and Officers

**Section 1** – At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president, vice-president, secretary, treasurer, and a minimum of four directors. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as a club may determine. If it is determined to use a nominating committee, such committee shall be appointed as the club may determine. 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. The candidates for president, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The minimum of four candidates for director receiving a majority of the votes shall be declared elected as directors. The candidate for president elected in such balloting shall be the president-nominee and serve as a director for the year commencing on the first day of July next following the election, and shall assume office as president on 1 July immediately following that year. The president-nominee shall take the title of president-elect on 1 July in the year prior to taking office as president.

**Section 2** – The officers and directors, so elected, together with the immediate past president shall constitute the board. ~~Within one week after their election, the directors-elect shall meet and elect some member of the club to act as sergeant-at-arms. Remove.~~

**Section 3** – A vacancy in the board or any office shall be filled by action of the remaining directors.

**Section 4** – A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining directors-elect.

### 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 pertain 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.

**Section 3** – *Vice-President.* It shall be the duty of the vice-president to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertain to the office of vice-president.

**Section 4** – *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

on 1 January and 1 July 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 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 5 – 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 pertain 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 6 – Sergeant-at-Arms.** The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the president or the board. Remove.

## Article 5 Meetings

**Section 1 – Annual Meeting.** An annual meeting of this club shall be held between November 15 and December 20 in each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

**Section 2 –** The regular weekly meetings of this club shall be held on Monday at 5:45 p.m. 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 –** 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**. 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.

**Section 5 –** A majority of the directors shall constitute a quorum of the board.

## Article 6 Fees and Dues

**Section 1 –** The admission fee shall be **as established by Rotary International** to be paid before the applicant can qualify as a member, except as provided for in the standard Rotary club constitution, article 11.

**Section 2 –** The membership dues shall be **\$220.00** per annum, payable semi-annually on the first day of July and of January, 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

The business of this club shall be transacted by *viva voce*\* vote except the election of officers and directors, which shall be by ballot. The board may determine that a specific resolution be considered by ballot or email rather than by *viva voce* vote.

## Article 8 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 immediate 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 three years to ensure consistency. 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. It is recommended that the chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

☐ **Membership**

This committee shall develop and implement a comprehensive plan for the recruitment and retention of members.

☐ **Club Public Relations** – This committee shall 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 shall conduct activities associated with the effective operation of the club.

☐ **Service Projects**

This committee shall develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries.

☐ **The Rotary Foundation**

This committee shall develop and implement plans to support The Rotary Foundation through both financial contributions and program participation, and develop and implement International Service Plans. 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 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 and to the full membership on all committee activities.

☐ **Youth**

## **Article 9 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 reference to appropriate RI materials. The duties and responsibilities of all committees shall be outlined within the Policies of the club. The in-coming chair of each committee will be required to review these duties and responsibilities with their committee members. The service projects committee will consider the Avenues of Vocational Service and Community Service, when developing plans for the year.

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 President's Advisory Committee - DELETE**

A President's Advisory Committee shall be in place each Rotary year to serve as an advisory body to the current Rotary year's president. The Committee shall consist of three members: the immediate past-president and two past-presidents elected by the club's membership at the Annual Meeting of the club.

**Section 1 - Term of Office.**

(a) The term of a member of the Committee shall be three years, except at the institution of the Advisory Committee where the second past-president elected shall only serve a two year term.

(b) The elected past-presidents may not serve more than two consecutive terms on the Committee.

**Section 2 – Responsibilities of the President's Advisory Committee.**

The President's Advisory Committee shall:

(a) Serve as a mentoring organization for the president,

(b) Provide guidance and support to the president,

- (c) Provide recommendations on the operations and practices of the president, executive and club, and
- (d) Be available to respond to presidential inquiries and requests for assistance.

**Section 3 – Operations.**

- (a) The current president shall have the right to attend all regular meetings of the Committee.
- (b) The Committee shall elect/appoint a chair for the Committee at the first meeting of the Committee in the new Rotary year.
- (c) The Committee shall hold regular meetings at least bimonthly (once every two months).
- (d) The chair of the Committee may call a special meeting of the Committee with 48 hours' notice at any time.
- (e) At least two of the three members shall be present at the meetings of the Committee.

**Article 10 Leave of Absence – This article is no longer in the standard Bylaws from Rotary International. Should we be requesting?**

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 11 Finances**

**Section 1** – Prior to the beginning of each fiscal 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, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

**Section 2** – The treasurer shall deposit all club funds in a bank, named by the board. The club funds shall be divided into **three** separate parts: club operations, service projects, **and Gaming**.

**Section 3** – All bills shall be paid by the treasurer or other authorized officer only when approved by two other officers or directors.

**Section 4** – A thorough review of all financial transactions shall be made once each year.

**Section 5** – 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 1 July to 30 June, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

**Article 12 Method of Electing Members**

**Section 1** – The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing, together with a signed membership proposal form, 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 procedure.

**Section 2** – The board shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary club constitution.

**Section 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 4** – If the decision of the board is favorable, the proposed member's name and proposed classification shall be published to the club.

**Section 5** – 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 the admission fee (if not honorary membership), 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 not honorary membership), shall be considered to be elected to membership.

**Section 6** – Following the election, the president shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the president or 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 7** – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

## **Article 13 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 Order of Business – DELETE – not needed. Flexibility now supported.**

Meeting called to order.

Introduction of visitors.

Correspondence, announcements, and Rotary information.

Committee reports if any.

Any unfinished business.

Any new business.

Address or other program features.

Adjournment.

## **Article 14 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 with the constitution and bylaws of RI.

## **Record of Amendments:**

March 21, 2011 – Article 11 President's Advisory Committee added.

March 21, 2011 – Numbering for previous Articles 11-16 changed to 12-17.

May 26, 2014 –

- Articles 2, 3, 4 – remove Sergeant at Arms
- Article 5 – Section 4 – executive meeting schedule
- Article 6 - Section 1- admission fee, Section 2 – dues
- Article 8 – Four Avenues of Service – Deleted
- Articles 9 and 10 renumbered Article 8 and 9
- Article 11 – President's Advisory Committee – Deleted
- Article 12 – renumbered Article 10
- Articles 13, 14, and 15 renumbered Article 11, 12, and 13
- Article 11 Section 2 change from two to three bank accounts – add Gaming; Section 4 – remove 'by a qualified person'
- Article 16 – Order of Business – Deleted
- Article 17 renumbered Article 14