

# **Bylaws of the Rotary Club of Portage la Prairie**

**Approved by Club Nov 9 2016**

## **Article 1: Definitions**

1. Club: Rotary Club of Portage la Prairie
2. Board: The board of Directors of this Club
3. Director/Officer: A voting member of this Club's Board of Directors/Executive
4. Member: A member, other than an honorary member, of this Club
5. RI: Rotary International
6. Year: The twelve month period beginning July 1<sup>st</sup>

## **Article 2: Board**

The governing body of this club shall be the board consisting of 5 executive officers and 6 directors.

## **Article 3: Elections**

### **Election of Directors and Executive Officers**

**Section 1** – At a regular meeting, one month prior to the meeting for election of Officers and Directors, the presiding officer shall appoint a nominating committee (Appendix B) to present a slate of candidates of the club for President-Elect, Secretary (2 year term – Appendix A), Treasurer (2 year term – Appendix A), Sergeant-at-Arms (2 year term – Appendix A), and 3 expiring directors (2 year term – Appendix A). The nominations are presented by a nominating committee and by a call for nominations from the floor on the date called for elections by the presiding officer. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the Election Meeting. The candidates for vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The candidates for expiring 3 director positions receiving a majority of the votes shall be declared elected as directors each serving a 2 year term in their respective positions. The candidate for President-Elect elected in such balloting shall be the President-nominee and serve as President-Elect 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.

**Section 2** – The officers and directors, so elected, together with the immediate Past President shall constitute the board.

**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 or officers.

#### **Article 4 Duties of Officers**

**Section 1 – President.** It is the duty of the President to preside at meetings of the club and the board and to perform other duties as ordinarily performed by the office of President. The *President-Elect* (or designate if *President-Elect* is unavailable) will fulfill the duties in the President's absence upon the President's notice.

**Section 2 – President-Elect.** It is the duty of the *President-Elect* 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 *President-Elect*.

**Section 3 – Secretary.** It shall be the duty of the secretary to keep membership records (Supplied by Administration); record and preserve the minutes of such meetings; report as required to RI, including the semiannual 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 semiannual 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 4 – 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 pertains 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 5 – Sergeant-at-Arms.** The duties of the sergeant-at-arms shall be the same as duties normally prescribed for such office and other duties as prescribed by the President or the board.

#### **Article 5 Meetings**

**Section 1 – Election Meeting.** An Election meeting of this club shall be held between November 1<sup>st</sup> and November 20<sup>th</sup> of every year, at which time the election of Executive Officers and Expiring Directors to serve for the ensuing year (July 1 following) shall take place.

**Section 2 –** The regular weekly meetings of this club shall be held on Tuesdays at 12:00 Noon. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. All members must abide by standard Rotary club constitution, article 9, sections 1 and 2.

**Section 3 –** The executive change over meeting shall take place on the last regular meeting of June where the new president and executive shall take office effective the first regular meeting in July

**Section 4 –** One-third of the membership shall constitute a quorum unless there is to be a change to the constitution which will require no less than two-thirds of the membership.

**Section 5** – Regular meetings of the board shall be held on Thursday following the first Tuesday meeting of each month and are attended by the Officers and Directors (Committee Chairs) which constitute the board as a whole (Other attendees as approved by the President). 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 6** – A majority of the officers and directors shall constitute a quorum of the board.

### **Article 6 Fees and Dues**

**Section 1** – The membership dues (Pro-rated) shall be (Appendix C) 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 set per annum (Appendix C), at the discretion of the board, payable semiannually on the first day of July and of January, with the understanding that a portion of each semiannual 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 show of hands 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 rather than by show of hands vote.

### **Article 8 Four Avenues of Service**

The four Avenues of Service are the philosophical and practical framework for the work of this Rotary club. They are Club Service, Vocational Service, Community Service, and International Service. This club will be active in each of the four Avenues of Service.

### **Article 9 Committees**

Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service. The President, President-Elect and immediate Past President should work together to ensure continuity of leadership and succession planning

including strategic plan. When feasible, committee chairs are elected to the same committee for two (2) years to ensure consistency.

**Standing committees are to be elected as follows:**

• **Membership (2 year term)**

Membership Chair is elected every 2<sup>nd</sup> year. The elected chair in concert with the President, shall appoint 2 committee members to fulfill the membership committee. This committee should develop and implement a comprehensive plan for the recruitment and retention of members. (See Terms of Reference)

• **Public Relations (2 year term)**

Public Relations Chair is elected every 2<sup>nd</sup> year. The elected chair in concert with the President, shall appoint 2 committee members to fulfill the membership committee. 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. (See Terms of Reference)

• **Administration (2 year term)**

Administration Chair is elected every 2<sup>nd</sup> year. The elected chair in concert with the President, shall appoint 2 committee members to fulfill the administration committee. This committee should conduct activities associated with the effective operation of the club. (See Terms of Reference)

• **Community Service (2 year term)**

Community Service Chair is elected every 2<sup>nd</sup> year. The elected chair in concert with the President, shall appoint 2 committee members to fulfill the community service committee. This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries. (See Terms of Reference)

• **The Rotary Foundation (2 year term)**

The Rotary Foundation Chair is elected every 2<sup>nd</sup> year. The elected chair in concert with the President, shall appoint 2 committee members to fulfill The Rotary Foundation committee. This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation. (See Terms of Reference)

- **Fundraising (2 year term)**

Fundraising Chair is elected every 2<sup>nd</sup> year. The elected chair in concert with the President, shall appoint 2 committee members to fulfill the fundraising committee. This committee should develop goals and implement plans to support and achieve club service project goals for the coming year. (See Terms of Reference)

Special Committees/Ad hoc committees may be authorized by the Board and through the President, appoint chairpersons of those committees as circumstances may require.

(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 on all committee activities.

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*(Note: The above committee structure is in harmony with both the District Leadership Plan and the Club Leadership Plan. Clubs have the discretion to create any committees that are required to effectively meet its service and fellowship needs. A sample listing of such optional committees is found in the Club Committee Manual. A club may develop a different committee structure as needed.)*

## **Article 10 Duties of Committees**

The duties of all committees shall be established and reviewed by the president for his or her year. In reviewing the Terms of reference, the president shall reference to appropriate RI materials. The service projects committee will consider the Avenues of Vocational Service, Community Service, and International 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 new term 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**

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. six months or longer as approved by the board on a case by case basis. *(Note: Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's attendance. Unless the member attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provisions of the Standard Rotary Club Constitution is not computed in the attendance record of the club.)*

## **Article 12 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 two separate parts: club operations and service projects.

**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 by a qualified person 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 13 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, 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 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 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 14 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 15 Order of Business

### Typical Meeting Structure

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.

Or altered by the Chair on a meeting by meeting basis

## Article 16 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

## Article 17 Interpretation (NEW)

The Board shall be charged with the interpretation of these By-Laws, but any interpretation shall be superseded by a two-thirds majority vote of a quorum of members present at a regular or special meeting.



Cathie McFarlane – President  
Dec 8 2016



Preston Meier – PR Director  
Dec 8 2016



# Appendix A

## Attached to the Bylaws of the Rotary Club of Portage la Prairie

### Terms for Officers (Other than President and President Elect – Yearly Election)

- Secretary July 1 2016 – June 30 2018 (every 2 years after)
- Treasurer July 1 2017 – June 30 2019 (every 2 years after)
- Sargent at Arms July 1 2017 – June 30 2019 (every 2 years after)

### Terms for Directors:

- The Rotary Foundation July 1 2015 – June 30 2017 (every 2 years after)
- Community Service July 1 2015 – June 30 2017 (every 2 years after)
- Public Relations July 1 2015 – June 30 2017 (every 2 years after)
- Administration July 1 2016 – June 30 2018 (every 2 years after)
- Fundraising July 1 2016 – June 30 2018 (every 2 years after)
- Membership July 1 2016 – June 30 2018 (every 2 years after)

Terms alternate on a 2 year rotation and expiring terms are elected during regular election periods.

### ***Committee Members:***

Appointed committee members serve for 1 year and are appointed as per bylaws.

Committees may have at least 2 members including chair but not more than 3.

## **Appendix B**

### **Attached to the Bylaws of the Rotary Club of Portage la Prairie**

#### **Nominating Committee:**

The nominating committee shall be composed of the current Membership Chair, together with (2) two club members appointed by the President. The role of the nominating committee is to present nominations for election to the board at the agreed upon election date. Additional nominations shall be accepted from the floor.