

Bylaws of the Scarborough Rotary Passport Club

Article 1 Definitions

1. Board: The Board of Directors of this club.
2. Officer: The president, immediate past president, president-elect, vice president, secretary or treasurer of this club.
3. Director: A member of this club's Board of Directors.
4. Member: A member, other than an honorary member, of this club.
5. Quorum: The minimum number of participants who must be present or online when a vote is taken: one-third of the club's membership for club decisions and a majority of the directors for club board decisions.
6. RI: Rotary International.
7. Year: The 12-month period beginning July 1.

Article 2 Board

Section 1 — The governing body of this club is the Board, consisting of, at a minimum, the president, immediate past president, president-elect, vice president, secretary, and treasurer.

Section 2 — The Founding Board Members are exempt from paying club dues and attendance requirements as long as they serve on the Board.

Section 3 — The Founding Board Members are:

Sandra Aldcroft

Jennifer Boyd

Raffy Chouljian

Trevor DaBreo

Ryan Fogarty

Atul Mehra

Article 3 Elections and Terms of Office

Section 1 — One month prior to elections, members may 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.

Section 2 — The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 3 — If any officer or board member vacates their 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 term of office for all Officers and Directors is one year, however, any Officer or Director may be re-elected and serve as many terms as re-elected.

Article 4 Duties of the Board

Section 1 — The president presides at Club and Board meetings and prepares the agenda for such meetings.

Section 2 — The immediate past president serves as a director.

Section 3 — The president-elect prepares for his or her year in office and serves as a director. It is mandatory for the president-elect to attend the President-Elect Training Seminar (PETS) and to attend the District Training Assembly. The president-elect must also input Club goals into Rotary Club Central.

Section 4 — The vice president shall preside at Club and Board meetings in the absence of the president.

Section 5 — A director attends Club and Board meetings.

Section 6 — The secretary keeps membership and attendance records:

Sends out notices of meetings of the Club and Board;
Records and preserves the minutes of such meetings;
Files the required reports to RI, including:

Semiannual reports of membership on July 1st and January 1st of each year.

Section 7 — The treasurer oversees all funds and provides an accounting of them. Upon retirement from office, the treasurer shall turn over to the incoming treasurer or to the president all funds, books of accounts, passwords/credentials to online accounts, and any other club property in his/her possession.

Article 5 Meetings

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

Section 2 — The quarterly meetings of this Club shall be held at a time and place to be designated by the Board under the guidance of the Club President. This meeting shall be announced through electronic means at least 30 days in advance of the meeting date.

Section 3 — Meetings of the Board are called with reasonable notice by the president or upon the request of two directors.

Section 4 - Meetings may be held online or face-to face or a combination of both.

Article 6 Dues

Section 1 — Annual club dues are set by the Board. They are paid semi-annually by June 15 and December 15. Annual club dues include RI per capita dues, \$150 donation to RI, subscriptions to an official magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.

Section 2 — Members who submit a Six Month Activity Report with a minimum of 20 activities will receive a \$100 reduction in their next dues payment.

Article 7 Method of Voting

The business of this club may be 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. Electronic voting may be used if a member cannot attend a meeting or in lieu of a face-to-face meeting.

Article 8 Committees

Section 1 — This club's committees comprise those listed in article 11, section 7, of the Standard Rotary Club Constitution, as well as, any the Board may deem necessary.

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 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 — Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board.

Article 9 Finances

Section 1 — Prior to each fiscal year, the Board shall prepare an annual budget of estimated income and expenditures.

Section 2 — The treasurer shall deposit club funds in a financial institution or institutions designated by the Board.

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

Section 4 — A thorough annual review of all financial transactions shall be completed by a qualified person.

Section 5 — An annual financial statement of the club shall be provided to club members at the Annual Meeting.

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

Article 10 Method of Electing Members

Section 1 — A member shall provide a candidate's name to the Board. A transferring or former member of another club may also be proposed for membership by the former club. The proposal is kept confidential unless the Board instructs otherwise.

Section 2 — The Board shall ensure that the candidate meets all of Rotary's membership requirements.

Section 3 — The Board shall approve or reject the candidate's membership within 30 days and shall notify the proposer of its decision.

Section 4 — If the decision of the Board is favorable, the prospective member is invited to join the club, educated about Rotary and membership requirements, and asked to sign the membership proposal form and to allow his or her name and proposed classification to be conveyed to the club.

Section 5 — If no member of the club submits a written objection including reasons for the objection, to the Board within seven (7) days after the club is notified of the prospective member, that person, upon payment of the prorated annual dues, is considered to be elected to membership. If an objection has been filed with the Board, the club shall vote on this matter at its next meeting. If approved despite the objection, the proposed member is elected to membership after payment of the prorated annual dues.

Section 6 — The club may elect honorary members proposed by the Board.

Article 11 Resolutions

Any resolutions or motions to commit the club to any position or action shall first be reviewed and approved by the Board. If resolutions or motions are first offered at a club meeting, they shall be referred to the Board without discussion.

Article 12 Amendments

These bylaws may be amended, from time to time, by an electronic vote of the membership with more than 50% of members voting and an approval by two-thirds of those voting, provided that notice of such proposed amendment shall have been duly made available to each member at least ten (10) days before such electronic vote. Amendments or additions to these bylaws must be in harmony with the constitution and bylaws of RI.