

Fredericton North Rotary Club (FNRC)

Article I: Election of Directors and Officers

Section 1 – It is the objective of the Club to have a slate of Officers (listed below) and four (4) Directors elected by December 31 in preparation to take office on July 1 of each year. At a regular Club meeting, at least two (2) months (October) prior to the meeting for the election of officers (December 31), the presiding officer (Past President) shall ask for nominations by members of the Club for the following positions with a one-year term: Past President (should the current President be unable to fulfill the role), President, President Elect, and President Nominee. The presiding officer (Past President) shall also ask for nominations for the following positions with a two-year term: Treasurer, Secretary, Executive Secretary and Directors.

The nominations may be presented by a nominating committee or by members from the floor, by either or by both, as determined by the Club at an open regular Club meeting. The Nominating Committee shall consist of the Past President and the President Elect, as well as any other persons appointed or selected by the Nominating Committee. The nominations duly made shall be placed on a ballot, if a ballot is required, in alphabetical order under each office and shall be voted on by the Club prior to December 31st.

The candidates for President, President Elect, President Nominee, Past President, Secretary, Executive Secretary and Treasurer receiving a majority of the votes shall be declared elected to their respective offices. The Secretary and Treasurer are elected in alternating years. Since Directors serve a two-year term, only two candidates are elected annually as directors. The candidates receiving a majority of the votes shall be declared elected as Directors. All positions elected in such procedures shall serve as a member of the Board for the year commencing on the first day of July next following the election and shall assume office at that time.

Section 2 – A vacancy in the Board of Directors, or any office, shall be filled by a vote of the remaining members of the Board.

Section 3 – A vacancy in the position of any officer-elect or director-elect shall be filled by a vote of the remaining members of the Board.

Article II: Board of Directors

The governing body of the Fredericton North Rotary Club (FNRC) shall be the Board of Directors.

The Executive Officers and Directors, so elected, together with the Immediate Past President, shall constitute the Board of Directors for the Club. The President shall appoint a member of the Club as Sergeant-At- Arms, which is a non-voting Board position.

Board members, excluding the Sergeant-At-Arms, are required to attend a minimum of 65% of regularly scheduled, monthly board meetings unless excused by the presiding officer. There is no required attendance for the Sergeant-At-Arms.

A majority (50% plus one) of the members of the Board of Directors must be present for the Board to have a quorum and be able to pass resolutions. The presiding officer may only vote in the event of a tie. The President may appoint another officer or director to preside at a meeting of the Board of Directors if unable to attend. If the President has not appointed such a person, the Board may select someone to be the presiding officer by majority vote, if necessary.

Article III: Duties of Executive Officers

Section 1 – President: It shall be the duty of the President to preside at meetings of the FNRC Board of Directors and to perform such other duties as ordinarily pertain to the office of the President.

Section 2 – President Elect: It shall be the duty of the President Elect to serve as a member of the Board of Directors of the FNRC, to oversee all aspects of Membership, and to perform such other duties as may be prescribed by the President or the Board.

Section 3 – President Nominee: It shall be the duty of the President Nominee to serve as a member of the Board of Directors of the FNRC and to perform such other duties as may be prescribed by the President or the Board.

Section 4 – Past President: It shall be the duty of the Past President to serve as a member of the Board of Directors of the FNRC, to chair the nominating committee, to preside over the Club meeting calling for nominations of officers and directors, and to perform such other duties as may be prescribed by the President or the Board.

Section 5 – (a) Secretary: It shall be the duty of the Secretary

- to keep the records of membership
- record the attendance at meetings
- make the required reports to RI, which shall be made to the General Secretary of RI on the first of July and January of each Rotary year.
- Provide the monthly report of attendance at the Club meetings to the District Attendance Chair within 10 days of the last meeting of the month.
- Fill the RI subscription to RI for *THE ROTARIAN* magazine which are ordered when a new member is inducted into the Club
- Maintain the Bylaws and all Club Policies and Procedures, as approved by the Club membership.
- Perform such other duties as usually pertain to the office of Secretary

(b) **Executive Secretary:** It shall be the duty of the Executive Secretary to send out notices of meetings of the FNRC, Board and Committees, and to record and preserve the minutes of such meetings.

Section 6 - Treasurer: It shall be the duty of the Treasurer to prepare an annual budget for the Club, have custody of all funds, accounting for same, reporting to the Club annually and at any other time upon demand of the Board, and to perform such 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 FNRC property.

Section 7 – Sergeant-at-Arms: It shall be the duty of the Sergeant-At-Arms to:

- appoint a mystery fines master for each regular Club meeting
- ensure the preparation of the meeting room for all regular Club meetings, including the audio and visual equipment, flags, banners and podium
- ensure proper clean up of the meeting room after all regular Club meetings and safe storage of Rotary property and equipment.
- maintain order during the regular Club meetings, and prior to adjourning each meeting, advise Club members of any behaviour unbecoming of a member of the Club.
- The President, or the Board, may assign other duties to the Sergeant-at-Arms, consistent with this office.

Article IV: Meetings

Section 1 – Annual Meeting: An annual meeting of the FNRC shall be held in June of each year, at which time the elected Officers and Directors will be recognized to serve for the ensuing year and those leaving the Board will be acknowledged.

Section 2 – The regular weekly meeting of the FNRC shall be held on Thursdays at 12:00 noon.

Due notice of any changes in or cancelling of the regular weekly meeting shall be given to all members of the Club. Each Club member, excepting an Honorary member (or a member excused by the Board of Directors of the FNRC, pursuant to article VIII, section 2(b) of the standard Rotary club constitution) in good standing, on the day of each regular meeting, must be counted as present or absent. A member shall be recorded as present, if they were in attendance for fifty (50) percent of the time devoted to the regular meeting. For example: a meeting scheduled to be an hour (60 minutes) requires the member to be in attendance for at least 30 minutes. This applies to meetings either at the FNRC or at any other Rotary Club, or as otherwise provided in the standard Rotary club constitution, article VIII, section 1.

Section 3 - One-third of the regular membership shall constitute a quorum at the annual and regular meetings of the FNRC.

Section 4 – Regular meetings of the FNRC Board shall be held once a month. Special meetings of the Board shall be called by the President, whenever deemed necessary, or upon the request of two (2) members of the FNRC Board, due notice having been given.

Section 5 – The presiding officer for regular club meetings shall be determined by the Club Services Committee. This committee will maintain a schedule that gives every Club member the opportunity to be the presiding officer on a rotational basis.

Article V: Fees and Dues

The annual membership dues shall be set by the FNRC Board of Directors and shall include a subscription to *THE ROTARIAN* magazine. Each member will receive an invoice for their annual dues in June for the Rotary year commencing July 1. This invoice is to be paid in a timely fashion, and if not is subject to action by the membership committee.

Article VI: Method of Voting

The business of the FNRC shall be transacted by oral vote, or show of hands, except the election of Officers and Directors, which shall be by ballot, if required.

A quorum for a regular Club meeting requires a minimum of one-third (33.3%) of members to be present for any required voting.

Article VII: Committees

Section 1 - (a) The President shall, subject to the approval of the FNRC Board, appoint the following standing committees:

1. Foundation Committee

2. Literacy Committee
3. Membership Committee
4. Public Image Committee
5. Youth Services Committee
6. Fundraising Committee (includes Community & International Service portfolios)
7. Club Services Committee (includes the Fellowship, Program, Attendance & Vocational Service portfolios)

(b) The President shall, subject to the approval of the FNRC Board, also appoint such committees on particular aspects of club service, vocational service, community service, and international service as deemed necessary.

(c) The FNRC President shall be a voting *ex officio* member of all committees and, as such, shall have all the privileges of membership thereon.

(d) Each Committee shall transact such business as may be referred to it by the FNRC President or the FNRC Board. Except where special authority is given by the FNRC Board, such committees shall not take action until a report has been made to the FNRC Board and approved by the same.

Article VIII: Duties of Committees

Section 1 — All committees referred to in Article VII, section 1, shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to these committee functions. The Chair of each committee shall be responsible for regular meetings of these committees and shall report to the board on all committee activities. At the beginning of each Rotary year, each committee will prepare a brief overview of their objectives for the year and present these to the Club membership.

1. **Foundation Committee** – The committee shall be responsible for promoting the Foundation, encouraging club members to contribute to the Foundation, and educating members on the work of the Foundation.
2. **Literacy Committee** - The committee is responsible for promoting literacy in the community. Additionally, the committee shall be responsible for encouraging club members to contribute to this objective and educating members on the work of the committee.
3. **Membership Committee** – This committee shall:
 - (a) Consider all proposals for membership from persons, families, corporations and other organizations, as defined by the policy of the Club, and shall thoroughly investigate the character, business, social and community standing, and general eligibility of all those proposed for membership and shall report their decisions on all applications to the board.
 - (b) Review continually the club roster of filled and unfilled classifications, as defined by the policy of the Club, and shall take positive action to initiate and present to the board the names of suitable persons to fill unfilled classifications. The committee will also work to ensure the demographics of the club represent the demographics of the community it serves.
 - (c) Inform prospective members about the privileges and responsibilities of Rotary club membership; keep members informed about the history, object, and activities of Rotary at all levels; and oversee the orientation of new members during their first year in the club.
 - (d) Ensure an exit interview is conducted and documented with each resignation of a Club member
 - (e) Maintain and review the policies of the Club with regard to membership types. Be responsible for developing and recommending any changes needed to the Club Board of Directors.
4. **Public Image Committee** – This committee shall devise and carry into effect plans that:

- (a) give the public general information about Rotary, its history, object, and scope,
- (b) secure proper publicity for the club,
- (c) ensure publicity generated by the Club is positive and reflects favorably on Rotary International and Club members.

5. Youth Services Committee - The committee shall be responsible for promoting service to youth, including such programs as Rotaract, Interact, Rotary Youth Leadership Awards (RYLA), Rotary Exchange/Scholarships, encouraging club members to contribute to this objective, and educating members on the work of the committee.

6. Fundraising Committee (includes Community & International Service portfolios) - This committee shall: be responsible for the fundraising efforts to support community and international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community and international service.

7. Club Services Committee (includes the Fellowship, Program, Attendance and Vocational Service portfolios) – This committee shall:

- (a) Promote acquaintance and friendship among all members, from all vocations
- (b) Promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the club as may be assigned by the president or the board.
- (c) Devise means for encouraging attendance at all Rotary meetings, including attendance at district conferences, intercity meetings, regional conferences, and international conventions by all club members. This committee shall especially encourage attendance at regular meetings of this club and attendance at regular meetings of other clubs when unable to attend meetings of this

club; keep all members informed on attendance requirements; promote better incentives for good attendance; and seek to ascertain and remove the conditions that contribute to unsatisfactory attendance.

- (d) Maintain an overview of the general health of the Club, including conducting and evaluating membership surveys.
- (e) Maintain a roster of Club members indicating when each member takes a turn as the presiding officer and greeter at weekly Club meetings.
- (f) Support and assist the Sergeant-At-Arms in carrying out the responsibilities of that position. The Sergeant-At-Arms shall be a member of this committee.
- (g) The programming committee will ensure the programs for regular and special meetings of the Club are prepared and arranged, including identifying and inviting guest speakers from various vocations across the community.

Article IX: Leave of Absence

Upon written application to the board, setting forth good and sufficient cause, leave of absence may be granted excusing a member, whose dues are up to date at the time of the request, from attending the meetings of the club for a specified length of time. The board, in consultation with the membership committee, will determine on an individual basis, whether dues will be required to be paid during a leave of absence. Both the leave of absence and applicable dues must be in accordance with the policy set out by the Club.

Article X: Finances

Section 1 — The Treasurer shall deposit all funds of the club into accounts maintained by a bank, or similar financial institution, to be named by the board.

Section 2 — All expenditures shall be made by the Treasurer with documentation showing the approval of two signing officers. The signing officers will be the President, President Elect, Treasurer and Secretary.

Section 3 - A review or audit, as determined by the board, by a chartered professional accountant (CPA), shall be performed annually, of the club's financial statements. The full report on the review or audit, shall be presented to the club for acceptance at a regular or special meeting.

Section 4 — The Board may require Officers, having charge or control of funds, to be bonded, for the safe custody of these funds. Cost of such bond is to be borne by the club. Directors and Officers of the Club are to be covered for liability insurance under a policy administered by the District. The cost of this insurance is included in the district portion of membership dues paid by each Club member.

Section 5 — The fiscal year of this club shall extend from July 1 to June 30.

Section 6 - At the beginning of each fiscal year, the Treasurer, working with the President and President Elect, shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, which, having been agreed to by majority vote of the board and Club, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

Article XI: Method of Electing Members

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

Section 2 – The Membership Committee reviews the candidate's application for suitability for Club membership.

Section 3 – If the Membership Committee deems the candidate suitable for membership, the Membership Committee will notify all club members of the

prospective member. Club members can state their objection, in writing, within 10 days of notification, to the membership committee.

Section 4 — The Membership Committee makes its recommendation to the Board, for approval or rejection of the candidate’s membership, within 30 days.

Section 5 – If the Board approves the candidate’s membership, the prospective member is invited to join the Club by the Membership Committee.

Section 6 – The new member is inducted into the Club at the earliest possible regular Club meeting.

Article XII: Club Policies and Procedures

Members of the Club, and Committees of the Club, may from time to time submit written policies and procedures to the Board for approval. If approved these policies and procedures will guide the Club in its activities. These policies and procedures may be approved at any regular Club meeting. Approval requires sending written notice to each member 10 days before the meeting, having a quorum, one-third (33.3%) of Club members present for the vote, and having two-thirds (66.7%) of the votes support the change. The presiding officer can vote if their vote changes the outcome.

All Club policies and procedures must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Article XIII : 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, one-third (33.3%) of Club members present for the vote, and having two-thirds (66.7%) of the votes support the change. The presiding officer can vote if their vote changes the outcome.

Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.