

ROTARY CLUB OF ELK RAPIDS

BYLAWS

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**BYLAWS OF THE ROTARY CLUB OF
ELK RAPIDS, MICHIGAN**

ARTICLE I
ANNUAL ELECTION

Section 1 – An annual election shall be held at the first regular club meeting in December each year. At the last regular meeting in October, the presiding officer shall announce the annual election and appoint a nominating committee chaired by the president-elect to make nominations.

Section 2 – Each year, nominations shall be made for the offices of: President, President-Elect, President-Nominee, Secretary and Treasurer, each to be elected for a one-year term.

In even-numbered years, nominations shall be made for:

- 1. A Club Service Director**
 - 2. A Foundation Director,**
 - 3. A Good Works Director, and**
 - 4. A Youth Service Director,**
- Each to be elected for a two-year term that begins July 1st of the following odd-numbered year.**

In odd-numbered years, nominations shall be made for:

- 1. A Community Service Director,**
 - 2. An International Service Director, and**
 - 3. A Morning Meeting Director**
- Each to be elected for a two-year term that begins July 1st of the following even-numbered year.**

Section 3 - Prior to the annual election, nominations shall be presented by the nominating committee or by members from the floor, by either or by both as the club may determine. Unless determined otherwise by the club, nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual election. The candidate receiving the majority of the votes for each office shall be declared elected.

Section 4 - Officers so elected shall commence their term of office on the first of July next following the annual election and shall be known prior to that time as the board-elect. Commencing on said July 1st next following, said officers and directors, together with the president, immediate past president, and directors in the second year of their term shall constitute the board of directors of this club.

Section 5 – A vacancy in the board or in any office shall be filled by action of the remaining members of the board.

Section 6 – A vacancy in the board-elect shall be filled by action of the remaining members of the board-elect.

Section 7 – The nominating process and the annual election shall also be employed to select a chairperson, or co-chairs for the Club Membership Committee, Public Relations Committee, Variety Show, and BBQ.

ARTICLE II BOARD OF DIRECTORS

Section 1 – The governing body of this club shall be the board of directors consisting of 12 members of this club, namely: the president, president-elect, secretary, treasurer, club service director, foundation director, community service director, international service director, good works director, youth service director, morning meeting director and immediate past president. . The directors shall function as vice presidents with duties pursuant to Article IV, Sections 5-8 herein. Members of the board of directors shall be elected as specified in Article I of these bylaws.

ARTICLE III METHOD OF VOTING

The business of this club shall be transacted by voice vote except the election of officers and directors, which may be by ballot if requested by any member. Voting on Committee or Board business may be by e-mail at the discretion of the President or a Committee Chair.

ARTICLE IV DUTIES OF OFFICERS

Section 1 - The PRESIDENT shall preside at meetings of the club and of the board, supervise the

work of all members of the board of directors, and shall exercise any authority necessary to and consistent with the conduct of an effective Rotary Club. The President shall represent the club to the public. At the end of the Rotary year, the outgoing President shall submit a written annual report reflecting on the major accomplishments and issues of that year. The report shall be submitted to the Club Secretary by the first Tuesday of July.

Section 2 – The PRESIDENT-ELECT shall serve as a member of the board of directors, shall serve as general chairperson for programs at weekly meetings, shall be a member of the nominating committee, and shall attend a Presidents-Elect Training Seminar (PETS). The President-Elect shall also convene the board-elect for an organizational meeting prior to July 1 to make assignments, plan the club calendar and select board meeting dates of the presidential year. After fulfilling the responsibilities as president-elect, said officer shall succeed for one year to the office of president unless determined by the club to be unable or unqualified.

Section 3 – The SECRETARY shall keep records of the membership, record the attendance and meal count at meetings, send out notices of meetings, invoice members quarterly for dues and fees, record and preserve the minutes of board meetings and of annual elections and other business actions of the membership, make the required reports to Rotary International, including the semiannual report of membership made to the general secretary on 1 January and 1 July each year, and prorated reports on 1 October and 1 April for members who have been elected to membership in the club since the start of the 1 January or 1 July semiannual reporting period. The Secretary shall report club information to Rotary International for the Official Directory, shall report attendance at club meetings to the District Governor immediately following the last meeting of the month, and shall collect and remit to Rotary International subscriptions to THE ROTARIAN magazine, and such other reports as required of club secretaries by Rotary International, including Rotary District 6290 of which Elk Rapids is a member club.

Section 4 – TREASURER. Except as stated in Article X, Section 1, the treasurer shall have custody of all funds, accounting for same to the club quarterly and at any time upon demand by the board. The Treasurer shall pay legitimate claims against the club and perform such other duties as pertain to the office of treasurer, including the filing of reports required by state and federal authorities. Upon retirement from office, the Treasurer shall turn over to the successor treasurer or to the President all funds, records of account, and any other club property in his/her custody.

Section 5 – The CLUB SERVICE DIRECTOR shall propose appointments to the club President for all positions and subcommittees having to do with service to the members of the Rotary Club

of Elk Rapids. These positions have to do with service through the “development of acquaintance” in the Object of Rotary. By way of suggestion, and not of limitation, they include membership acquisition and retention, facilities and meals, bulletin editor, sergeant at arms, social events, music, hospitality, attendance at club and district meetings, etc. The Club Service Director shall supervise all positions of club service on behalf of the club President and shall report to the President, and to the club at club assemblies and at such other times as serves the interest of the club. The Club Service Director shall be a member of the board of directors for two years commencing July 1 in odd numbered years.

Section 6 – The FOUNDATION DIRECTOR shall propose appointments to the club President for all positions and subcommittees having to do with the Rotary Foundation and any/all grant efforts by club members either through District 6290, Rotary International or other sources. The FOUNDATION DIRECTOR shall oversee all Foundation grants and develop presentations to keep the club President and club members informed and up to date on grant opportunities available through the Rotary Foundation. The presentations shall also include information regarding grants available through Rotary International, District 6290 or from other sources. The Foundation Director shall be a member of the board of directors for two years commencing July 1 in odd numbered years.

Section 7 – The COMMUNITY SERVICE DIRECTOR shall propose appointments to the club President for all positions and subcommittees concerning COMMUNITY service by the members of the Rotary Club of Elk Rapids. These positions concern “the application of the ideal of service in...COMMUNITY life” as stated in the Object of Rotary. By way of suggestion, and not of limitation, they include fund raising events, adopt-a-highway, parks and recreation projects, adult literacy, assistance to the elderly, etc. The Community Service Director shall supervise all positions of community service on behalf of the club President and shall report to the President and to the club at club assemblies and at such other times as serves the interest of the club. The Community Service Director shall be a member of the board of directors for two years commencing July 1 in even numbered years.

Section 8 – The INTERNATIONAL SERVICE DIRECTOR shall propose appointments to the club President for all positions and subcommittees concerning INTERNATIONAL service by the members of the Rotary Club of Elk Rapids. These positions concern service through “the advancement of international understanding, goodwill and peace through a world fellowship...” as stated in the Object of Rotary. By way of suggestion, and not of limitation, they include financial support for The Rotary Foundation of Rotary International, Ambassadorial Scholars, Group Study Exchange, world community service, attendance at the International Convention, etc. The International Service Director shall supervise all positions of international service on behalf of the club President and shall report to the President and to the club at club assemblies

and at such other times as serves the interest of the club. The International Service Director shall be a member of the board of directors for two years commencing July 1 in even numbered years.

Section 9 – The GOOD WORKS DIRECTOR shall propose appointments to the club President for all positions and subcommittees concerning GOOD WORKS by the members of the Rotary Club of Elk Rapids. These positions concern developing recommendations to the board of directors for funding major and minor projects and for funding local, national and international organizations when requests meet club priorities for funding. By way of suggestion and not of limitation, they include setting annual and long range GOOD WORKS budgets with priorities for funding, assessing and making recommendations regarding all requests for funding, and researching major and minor projects requiring funding and member participation. The Good Works Director shall supervise all positions for Good Works on behalf of the club President and shall report to the President and to the club at club assemblies and at such other times as serves the interest of the club. The Good Works Director shall be a member of the board of directors for two years commencing July 1 in even number years.

Section 10 – The YOUTH SERVICE DIRECTOR shall propose appointments to the club President for all positions and subcommittees concerning YOUTH SERVICE by the members of the Rotary Club of Elk Rapids. By way of suggestion, and not of limitation, they include the Interact Club, student visitations, career counseling, Life Leadership Conference, participation in Rotary Youth Exchange, other youth activities. The Youth Service Director shall supervise all positions of youth service on behalf of the club President and shall report to the President and to the club at club assemblies and at such other times as serves the interest of the club. The Director shall oversee funding requests for school and community based youth oriented programs. The Youth Service Director shall be a member of the board of directors for two years commencing July 1 in odd numbered years.

Section 11 – The MORNING MEETING CHAIR shall be a member of the board of directors and the primary communications link and liaison between attendees at the morning and evening meetings. Agendas, meal reservations, committee reports, votes, and notes from morning meetings are to be integrated with the evening notes. Each responsibility of the morning meeting chair may be delegated as needed.

Section 12 – The IMMEDIATE PAST PRESIDENT shall be a member of the board of directors and shall conduct club meetings and board meetings in the absence of the president and president-elect.

Section 13 – ON THE FIRST MEETING FOLLOWING INSTALLATION, the Committee Chairs shall present to the Club a list of their Goals for the year and the committee members who will work with them to implement those objectives. These groups shall develop specific plans for the achieving these objectives.

ARTICLE V MEETINGS

Section 1 – ANNUAL ELECTION MEETING. At the first regular meeting of the club in December each year, officer/directors shall be elected to serve for the Rotary year beginning the next July 1. Article V, Section 2 of the Standard Rotary Club Constitution provides that “An annual meeting for the election of officers of this club shall be held not later than the thirty-first day of December in each year as provided in the bylaws of this club.”

Section 2 – WEEKLY MEETINGS of this club shall be held regularly on Tuesdays at 6:00 p.m. unless changed or cancelled by the board. Morning meetings will be held regularly on 2 to 3 Tuesdays per month at 7:00 a.m. unless changed or cancelled. Periodically joint meetings shall be held. Due notice shall be given of any cancellation, or change in time or location, including posting at the published meeting place.

Section 3 – ATTENDANCE shall be taken at each weekly meeting, each member of the club being counted either present or absent as provided in Article IX of these bylaws. Attendance reports shall be made to the district governor monthly.

Section 4 – QUORUM. One third of the membership of this club shall constitute a quorum at the annual and regular meetings.

Section 5 –A regular MEETING OF THE BOARD shall be held monthly on dates agreed upon by the board-elect at its organizational meeting and made known to the club prior to taking office

July 1. Special meetings of the board shall be called by the President when deemed necessary, or upon request by two members of the board, due notice having been given.

Section 6 – QUORUM OF THE BOARD. Six board members present shall constitute a quorum for the conduct of board business.

Section 7- The primary reasons for an alternative meeting time are twofold:

- A. To retain active members
- B. To recruit new members

This alternative meeting time for the Elk Rapids Club is intended to accommodate the working, education, and family schedules of members or potential members. The morning meetings are designed to be brief with an informal collegial atmosphere. Members attending the morning meetings shall participate in the club committees preserving the integrity of the club and its Good Works Projects.

ARTICLE VI COMMITTEES

Section 1 – The standing committees of this club shall be

- a) Club Service, b) Youth Service, c) Community Service,
- d) International Service, e) Good Works, f) Membership, g) Foundation,
- h) Public Relations

Section 2 – Subcommittees of each standing committee shall be appointed by the President to effect the goals and objectives of this club. Subcommittees shall consist of one or more members, one of whom shall be designated the chair of the subcommittee.

Section 3 - The development of subcommittees, the recruitment of subcommittee chairpersons, and oversight of activities shall be the principle responsibility of the respective standing committee service directors/chairpersons. Each standing committee shall be chaired by its respective service director/chairperson. Additional members of each standing committee shall consist of the chairpersons of sub-committees appointed within that committee.

Section 4 – The President shall assign oversight responsibilities for each subcommittee to a service director/chairperson. The assignment of oversight responsibilities shall correspond to the avenue of service/committee in which the subcommittee is intended to function.

Section 5 - Service directors/committee chairpersons shall recruit and recommend candidates to the club President for the positions of chairperson and members of their respective subcommittees.

Section 6 – Although subcommittees may be commonly called committees, it shall be understood that each functions within an avenue of service/committee.

Section 7 – Not later than August 1, the President shall publish for each standing committee the list of its subcommittees and their respective chairpersons. This list shall be updated later in the year and used as a strategic reference by the board-elect for building and maintaining continuity of leadership and programs in the succeeding year.

ARTICLE VII

DUTIES OF COMMITTEES

Section 1 - Each standing committee and its respective subcommittees shall devise and carry into effect plans which will guide and assist members of this club to make service manifest in the specific avenue of service for which the committee exists.

Section 2 – Service directors/chairpersons and their respective subcommittees shall strive to utilize the talents and energies of all club members, thereby maximizing the effect of Rotary service by this club in all avenues of service.

ARTICLE VIII

MEMBER FEES AND DUES

Section 1 – ADMISSION FEE: shall be established by the Board of Directors.

Section 2 – MEMBERSHIP DUES: prorated and paid quarterly for: (1) Rotary International, including a subscription to THE ROTARIAN magazine, (2) Rotary District 6290 of which this Club is a member, and (3) the Club, established as needed by the Board of Directors and approved by the membership.

Section 3 – MEAL CHARGES: established by the Board of Directors and shall be charged to members on the ensuing quarterly statement.

Section 4 – SPECIAL ASSESSMENTS: may be made only by vote of the membership, or by the voluntary election of individual members to be charged for some event-related Club expense/ personal donation.

Section 5 – PAYMENT: member dues, meal charges (member, member-partner/guests), fees, and assessments shall be payable on the first day of July, October, January, and April.

ARTICLE IX ATTENDANCE

Section 1 – Attendance at 50% of the meetings of the club in each half of the year is a duty of membership. - Attendance is evidenced by the member’s presence for at least 50 percent of the time devoted to the meeting. A member may lose membership in the club by failing to meet the attendance requirements set forth in the Standard Rotary club constitution article XI, section 4. However, article VIII, section 1, specifies methods in which nonattendance at a regular club meeting may be “made up.”

Section 2 – Make-ups: Among other possibilities, meetings that may count as a “make up” for attendance at a regular club meeting include meetings of the club’s board of directors, club sponsored events, work at club projects, meetings of a committee to which the member is assigned, meetings of other Rotary clubs, district meetings/conferences and RI conventions, on-line makeups if ill, attendance at Rotary District or International meetings/conferences, providing written notice of such attendance is given by the member to the club secretary within thirty (30) days.

Section 3 – Leaves of absence: Pursuant to Article VIII, Section 2, a) of the Standard Rotary Club Constitution, and upon written application to the board setting forth good and sufficient cause, a member may be excused from attending meetings of the club for a specified length of time not exceeding six (6) months. Such leave operates to prevent forfeiture of membership during the specified period. However, absences excused under this section do not give the club credit for attendance by the member and the member is counted as absent in attendance reports to the district governor.

Section 4 – Member Partners or Corporate Partners: Member Partners and Corporate Partners are always welcome at Club meetings. If a member is unable to attend a Club meeting, the member’s partner or Corporate Partner may attend in place of the member. Partners are welcome to serve on committees at the discretion of the chair.

Section 5 – Interact Club Members shall be encouraged to periodically attend club meetings to engender a positive link with the club membership.

ARTICLE X

FINANCES

Section 1 – The secretary or his/her designee shall deposit all funds of this club in the bank designated by the board as the bank of account for this club. A general account shall be kept for funds provided by members of this club for purposes that benefit the members of this club. A good works account shall be kept for funds that are earned in, or provided by, the community and whose purpose is to provide benefits back into the local or global communities. The board will also designate interest earning account(s) and the Treasurer will make the appropriate transfers to and from this account(s) to the checking account(s). The Secretary will maintain a petty cash fund with the appropriate supporting detail.

Section 2 –Except for minor expenses paid out of petty cash, all expenditures shall be made by paper or electronic check.

Access to Checking account(s) and money market accounts(s) shall be limited to the Treasurer, Assistant Treasurer, and President. These officers may sign/ issue checks, both paper and electronic, individually.

Prior to issuing a check, Good Works Contributions require a Request for Check form. Expenses for a fund raising activity require an invoice approved by the event chairperson.

Prior to issuing a check, General Fund disbursements require an invoice or Request for Check Form.

All disbursements shall be made according to the delegation of authority in Section 7

To verify that all receipts are recorded and the disbursements are appropriate and approved, the treasurer will prepare and submit to the board at least quarterly, a copy of the check registers that list each transaction and the reconciliation to the bank statement(s).

At the end of each fiscal year, following the retirement of the Treasurer or Secretary, or as directed by the board or 25% of the membership, the financial records of the Treasurer and Secretary will be reviewed by a Certified Public Accountant or other qualified person or organization.

Section 3 – Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 4 - Investment policy: Funds invested in a vehicle other than cash or money market accounts, should only be invested in CD's or other conservative FDIC-insured products. Investment of such funds must be approved by the Board and require the signature of the Treasurer and President in order to be purchased or transferred.

Section 4 – The fiscal year of this club shall extend from July 1st to June 30th, and for the collection of members' dues shall be divided into quarterly periods. The payment of per capita dues and magazine subscriptions to Rotary International shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates. Meal costs will be billed quarterly in advance. Magazine subscriptions for members joining during a semiannual period are payable upon invoice from the Secretariat of Rotary International.

Section 5 – GENERAL FUND BUDGET: Not later than the second membership meeting in June of each fiscal year, the board shall prepare or cause to be prepared a budget of estimated income and expenditures for the ensuing fiscal year, which, having been agreed to by the board and approved by the board and the membership, shall stand as the limit of expenditures unless otherwise ordered by action of the board.

Section 6 – GOOD WORKS BUDGET: Not later than the second membership meeting in June of each fiscal year, the Good Works Committee shall prepare a budget for the ensuing fiscal year, and budget forecasts for the three subsequent years, of estimated income, anticipated grants, a provision for unforeseen grant/disaster relief requests and cost increases, reserve requirements for future major projects, and discretionary (miscellaneous/administrative) program expenses. Each Good Works Service Area's budget (ensuing and forward fiscal years) should include specific identification of and provision for anticipated legacy projects/programs, planned (including major) projects, and discretionary program expenses. The budget shall be approved by the Good Works Committee, the board, and the membership and stand as the limit of expenditures for the fiscal year unless otherwise directed by action of the board.

Section 7 - APPROVAL FOR DONATIONS AND EXPENDITURES:

Good Works:

Donations of \$500.00 or less require approval of the Good Works Committee and Club President. Donations greater than \$500.00 up to \$3,000.00 require approval of the Good Works Committee, Club President, and the Board of Directors.

Donations greater than \$3,000.00 require approval of the Good Works Committee, Club President, Board of Directors, and Club Membership. Any donation may be taken to the membership for approval at the discretion of the President. All donations and administrative and miscellaneous costs must be within the approved budget.

Type	Amount	Good Works Committee	President	Board	Members
Donation	≤\$500	X	X		
Donation	>\$500 to \$3,000	X	X	X	
Donation	>\$3,000	X	X	X	X
Administrative	20% /yr GF oper exp*		X		
Miscellaneous	≤\$100	X			

Note: * 20% annual assessment authorized by members, April, 8, 2014, as Good Works share of the Club's operating burden (administrative expenses)-- not to include major equipment purchases and the like.

General Fund:

Type	Amount	Treasurer	President	Board	Members
Recurring	≤\$3,000	X			
Recurring	>\$3,000	X	X		
One Time	≤\$3,000		X	X	
One Time	>\$3,000		X	X	X

Meal costs	≤\$5,000	X			
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Recurring expenditures are those required for the general operation of the club and that recur on a weekly, monthly or annual basis and include such items as Rotary International and District dues, meals, beverages, pins, services, facilities rental, etc. A separate meal costs amount is designated to accommodate usage, pricing and vendor billing variances -- meal costs and related gratuities are not budget items. Any expenditure that exceeds the total General Budget must be approved by the club membership.

Section 8– Should the club dissolve for any reason, the assets of the club will revert to the Rotary Foundation of Rotary International.

ARTICLE XI METHOD OF ELECTING MEMBERS

Section 1 – Upon being proposed for membership by an active member of this club, a candidate shall fill out a written application provided by the club.

Section 2 – The written application shall be submitted through the club secretary to the board of directors.

Section 3 – The board shall cause the candidate to be reviewed for the assignment of the appropriate classification and for eligibility from the standpoint of character, business and social standing, and general eligibility. As a result of this review, the board shall have a confidential recommendation brought forth concerning action to be taken.

Section 4 – The board shall consider and approve, or disapprove, the recommendation brought forth.

Section 5 – Upon favorable action of the board, the proposer, together with one or more members of the Rotary information committee, shall inform the prospective member of the purposes of Rotary and of the privileges and responsibilities of membership in the club, in a

gathering traditionally called a fireside chat, following which the prospective member shall be requested to affirm his/her desire and intent to affiliate with Rotary as a member. Upon payment of the admission fee as prescribed in Article V of these bylaws, the prospective member shall be considered elected to membership.

Section 6 - Following the election of a candidate to membership as herein provided, the club secretary shall, when requested, issue a membership card to the member and shall report his/her name to the General Secretary of Rotary International.

Section 7 – The member shall be formally introduced as a new member at a regular meeting of the club. An appropriate induction ceremony witnessed by the club shall signify mutual acceptance of the covenants of membership.

ARTICLE XII RESOLUTIONS

No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

ARTICLE XIII
ORDER OF BUSINESS

Meeting called to order.

Introduction of visiting Rotarians and guests.

Correspondence and announcements.

Committee reports, if any.

Unfinished business.

New business.

Address or program feature.

Adjournment.

This is a suggested order of business and may be altered to meet the current President's meeting style.

ARTICLE XIV
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 days before such meeting. No amendment or addition to these bylaws shall be made which is not in harmony with the club constitution or with the Constitution and Bylaws of Rotary International.

ADOPTION

March 22, 2011—Board approval to amend Sections 5 and 6 of Article X to revise budget process.

April 26, 2011—Board approval to amend Sections 10 and 11 of Article IV to add New Generations Director.

May 31, 2011—Copies provided to club members via E-mail.

June 14, 2011—Present amendments to the Club members for vote.

June 14, 2011---Club Membership approval for revised By-Laws requested and approved.

September 24, 2013---Add Foundation and Youth Services directors

May 3, 2016---Board approved bylaws and amendments were presented to Club members for vote May 3, 2016---Board & membership voted to approve changes on this date.

Attest: _____ Date: May 3, 2016

Bill Holdsworth, Secretary