***Bylaws of the Rotary Club of***

***Lebanon, New Hampshire***

**Article I – Definitions**

1. Board: The Board of Director 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 II – Organization**

Section 1 – The Rotary Club of Lebanon is organized under the Constitution of Rotary International and Section 501(c) (4) of the US Internal Revenue Code. The Club hereby adopts the club constitution set forth by Rotary International and will operate in accordance with the constitution and values of Rotary International.

Section 2 – Under 501(c) (4) payments to the Club are not tax deductible as contributions but may be deductible to businesses as an ordinary expense. The club treasurer is responsible for annual information filings with District 7850.

Section 3 – The Club has formed Rotary Club of Lebanon - New Hampshire Charities, Inc. (“Charities”) as a tax exempt charitable organization under US IRC Section 501(c) (3). Donations to Charities are deductible as charitable contributions. The club treasurer shall file the applicable annual New Hampshire and federal reports. Members of the club are also by definition Member of Charities.

**Article III – Board of Directors**

Section 1 – The governing body of this club shall be the board of directors consisting of members of this club, namely, directors elected in accordance with Article IV, section 1, of these bylaws, the president, vice-president, president-elect, secretary, treasurer, immediate past president, 6 chairman of the club service committees, the chairperson of the Doris Mollica Fund, and up to 3 members at large as nominated by the president and approved by the board of directors and membership.

Section 2 – A member attending a meeting of the Board of Directors of the Club, upon written notification to the Secretary, shall be given makeup credit as if the member had attended a meeting of another Rotary Club.

Section 3 – The Board of Directors of Rotary Club of Lebanon shall also serve as the Board of Directors of the Rotary Club of Lebanon, NH Charities, Inc.

**Article IV – Election of Directors and Officers**

Section 1 – At a regular meeting in November, prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the open officer and director positions on the board. 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 have a nominating committee such committee shall be appointed as the club may determine by the board of directors. The nominations duly made shall be presented to the members and shall be elected by a majority vote at a club meeting or have a special election as needed. The candidates receiving a majority of the votes shall be declared elected to their respective offices. The candidates for director receiving a majority of the votes shall be declared elected as directors.

Section 2 – The officers and directors so elected, together with the immediate past president shall constitute the board of directors.

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

**Article V – Duties of Officers**

Section 1 – President: It shall be the duty of the president to preside at meetings of the club and board and to perform such other duties as ordinarily pertains to the office of president.

Section 2 – President-elect: It shall be the duty of the president-elect to preside at meetings of the club and board in the absence of the president and to perform such other duties as ordinarily pertains to the office of president-elect. It shall be the duty of the president-elect to serve as a member of the board of directors of the club and to perform such duties as may be prescribed by the president or the board.

Section 3 – Vice-President: The vice-president will oversee/coordinate the committees of the club and ensure monthly reports are presented to the board of directors.

Section 4 – Secretary: It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required report to RI, including the semiannual reports of membership, which shall be made to the general secretary of RI on 1 January and 1 July of each year, and including prorated reports to the general secretary on 1 October and 1 April of each active, senior active and past service member who has been elected to membership in the club since the start of the July or January semiannual reporting period, the report of changes in membership, which shall be made to the general secretary of the RI, the monthly report of attendance at the club meetings, which shall be made to the district governor immediately following the last meeting of the month, collect and remit to RI subscriptions to THE ROTARIAN, and perform such 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 same to the club annually and at any other time upon demand by 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 club property. It is the responsibility of the treasurer to file all applicable documents for both the Club 501(c) (4) and the Charities 501(c) (3).

Section 6 – Sergeant at Arms – The duties of the sergeant at arms shall be such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board.

**Article VI – Meetings**

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

Section 2 – 100% of club members will meet the 50% attendance requirement (26 Rotary Club events per year) by a combination of weekly meetings, community service projects, sub-committee meetings, make-up meetings, attending meetings at other Rotary clubs and all other Rotary sponsored events. Weekly meetings will be held on the 1st and 3rd Thursdays of the month at noon and on the 2nd and 4th Tuesdays of the month at 7:00 am. The 5th week of the month will be a social event TBD.

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 once a month on a designated day. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given.

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

**Article VII – Fees and Dues**

Section 1 – The admission fee shall be $50.00 to be paid before the applicant can qualify as a member.

Section 2 – The monthly fees will be established by the BOD and may be adjusted by the BOD as needed.

**Article VIII – Method of Voting**

The business of this club shall be transacted by viva voce vote, a voting method in deliberative assemblies in which a vote is taken on a topic or motion by responding verbally unless a paper ballot is requested by one or more members.

If a board decision must be made prior to the next scheduled board meeting an electronic ballot may be utilized.

**Article IX – Five Avenues of Service**

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

**Article X – Committees**

Club committees are charges with carrying out the annual and long-rang goals of the club based on the five Avenues of Service. The president-elect, president, vice-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:

Club Service

Community Services

Vocational Service

International Service

Youth Services

In addition, the Rotary Club of Lebanon has been appointed as the trustee of the Doris Mollica Fund which shall be recognized as a standing committee.

Additionally, ad hoc committees may be appointed as needed.

1. The president shall be ex officio a member of all committees and, as such, shall have all the privileges of membership thereon.
2. 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 of 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.
3. 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.

(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.)

**Article XI – 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.

(Note: such a 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 provision of art. VII, sec. 3 of the standard Rotary club constitution is not computed in the attendance record of the club.)

**Article XII – Finances**

Section 1 – The Board of Directors shall authorize the opening and closing of all bank accounts. The treasurer shall deposit all funds of the club in approved bank accounts.

Section 2 – All bills shall be paid by electronic payments or checks signed by the treasurer or designee, upon written approval of the president or secretary of the club. A thorough review shall be made once each year of all the club’s financial transactions by the president elect and the vice president. A written report there of shall be made to the club.

Section 3 – The fiscal year of this club shall extend from July 1st to June 30th.

Section 4 – At the beginning of each fiscal year the president-elect shall prepare or cause to be prepared a budget of estimated income, estimated expenditures for the year, and charitable giving, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

**Article XIII – Method of Electing Members (For All Kinds of Membership)**

Section 1 – The name of a prospective member, proposed by an active member shall be submitted to the board in writing, through the club secretary. The proposal shall be kept confidential except as otherwise provided in this procedure.

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

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 than the proposed members name shall be submitted to the club for approval. The prospective member shall be informed of the purposes of Rotary and 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 induction of the new member; the club secretary shall issue a membership card and shall report the new member to RI; and the Rotary information committee shall provide appropriate literature for presentation at the induction and assign a member to assist the assimilation of the new member.

**Article XIV – Resolutions**

Any resolution or motion to commit this club on any matter must be approved by the board.

**Article XV – Order of Business**

Meeting called to order

Introduction of visiting Rotarians

Correspondence and announcements

Committee reports if any

Any unfinished business

Any new business

Program

Adjournment

**Article XVI – 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 provided to each member at least ten days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the constitution and bylaws of RI.

**Article XVII – Paul Harris Fellows**

Section 1 – The President, President-elect, Vice-president, Treasurer and Secretary of the Club will be credited annually with one hundred dollars toward becoming a Paul Harris Fellow. The Club will budget and set aside in a separate account five hundred dollars ($500.00) each year for this purpose.

Section 2 – Whenever any member of the Club contributes nine hundred dollars ($900.00) toward becoming a Paul Harris Fellow, the Club will provide the final one hundred dollars ($100.00).

**Article XVIII – Abuse and Harassment Protection**

Rotary International is committed to creating and maintaining the safest possible environment for all participants in Rotary activities. It is the duty of all Rotarians, Rotarians’ spouses, partners and other volunteers to safeguard to the best of their ability the welfare of and to prevent the physical, sexual, or emotional abuse of children and young people with whom they come into contact. The Board and members will adopt and follow the Youth Protection Policies as outlined by Rotary District 7850 that are found on the District’s web page.