

BY-LAWS OF THE ROTARY CLUB OF SALINE, MICHIGAN

ARTICLE I

ELECTION OF OFFICERS AND DIRECTORS

Section 1 – At a regular meeting 2 months prior to the meeting for election of officers, nominations shall be called for by the presiding officer for candidates for the board of directors; any number of nominations may be made by the members from the floor. These nominations shall be placed upon a ballot and voted for at the annual meeting and the seven candidates securing the highest number of votes shall be declared elected.

Section 2 – The board of directors-elect shall meet within one week after the annual meeting and shall elect from its membership, president, and one or more vice-presidents. At this same meeting, the board of directors-elect shall elect a secretary, a treasurer and a sergeant-at-arms, any and all of who may or may not be members of the board. If not members of the board, however, the secretary and treasurer, when so elected, shall become ex officio members of the board with such responsibilities and privileges of membership thereon as the board may determine.

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

ARTICLE II

BOARD OF DIRECTORS

Section 1 – The governing body of this club shall be the board of directors, elected in accordance with Article I, Section 1, of these by-laws.

ARTICLE III

DUTIES OF OFFICERS

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

Section 2 – Vice-President. It shall be the duty of the vice-president to preside at the meetings of the club and board in the absence of the president and to perform such other duties as ordinarily pertain to his/her office.

Section 3 – 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 reports to Rotary International, including semi-annual reports of membership, which shall be made to the general secretary of Rotary International on January 1st and July 1st of each year, the report of changes in membership, which shall be made to the general secretary of Rotary International, 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 Rotary International subscriptions to the Rotarian, and perform such other duties as usually pertain to this office.

Section 4 – 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 this office. Upon his retirement from office, he shall turn over to his successor or to the president all funds, books of accounts or any other club property in his/her possession.

Section 5 – Sergeant-at-arms. The duties of the sergeant-at-arms shall be such as are usually prescribed for this office and such other duties as may be prescribed by the president or the board.

ARTICLE IV

MEETINGS

Section 1 – Annual Meeting. An annual meeting of this club shall be held on the first Thursday of May of each year, at which time the election of directors to serve for the ensuing year shall take place.

Section 2 – The regular weekly meetings of this club shall be held on Thursday at 12:00 PM EST. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club.

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 on the Fourth Thursday of each month. Special meetings of the board shall be called by the president whenever deemed necessary, or upon the request of two 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 V

FEES AND DUES

Section 1 – The admission fee shall be \$0.00 to be paid before the applicant can qualify as a member.

Section 2 – The membership dues shall be \$150.00 per annum, payable quarterly on the first day of July, October, January and of April with the understanding that one dollar and fifty cents (\$1.50) of each quarterly payment shall be applied to each member's subscription to THE ROTARIAN magazine.

ARTICLE VI

METHOD OF VOTING

The business of this club shall be transacted by viva voce vote except the election of officers and directors, which shall be by ballot, providing however, the members at any regular or special meeting may elect to vote on any questions by secret ballot.

ARTICLE VII

COMMITTEES

Section 1 – (a) The president shall, subject to the approval of the board, appoint the following standing committees:

Club Service Committee
Community Service Committee
International Service Committee
Vocational Service Committee

(b) The president shall, subject to the approval of the board, also appoint such committees on particular phases of community service, international service and vocation service as he may deem necessary.

(c) The Club service committee, the international service committee and the vocational service committee shall each consist of a chairman, who shall be named by the president from the membership of the board, and of not less than two other members.

(d) The president shall, subject to approval of the board, appoint the following committees on particular phases of club activities:

Attendance Committee
 Classification Committee
 Fellowship and Rotary information Committee
 Magazine Committee
 Membership Committee
 Club Bulletin Committee
 Business and Professional Relations Committee
 Crippled Children Committee
 Rural-Urban Committee
 Youth & Boy Scout Committee
 Project Committee

and any other committees that he may deem necessary for the internal administration of club affairs.

(e) The president shall be ex officio a member of all committees and as such, shall have all privileges of membership thereon.

(f) Each committee shall transact such business as is delegated to it in the by-laws 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 to the board and approved by the board.

ARTICLE VIII

DUTIES OF COMMITTEES

Section 1. – Club Service Committee. This committee shall be responsible for all club service activities and who shall supervise and coordinate the work of all committees appointed on particular phases of club service.

Section 2. Community Service Committee. This committee shall devise and carry into effect plans that will guide and assist the members of this club in discharging their responsibilities in their community relationships. The chairman of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committee that may be appointed on particular phases of community service.

Section 3. International Service Committee. This committee shall devise and carry into effect plans that will guide and assist the members of this club in discharging their responsibilities in matters relating to international service. The chairman of this committee shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committee that may be appointed on particular phases of international service.

Section 4. Vocational Service Committee. This committee shall devise and carry into effect plans that will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairman of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

Section 5. Attendance Committee. This committee shall devise means for encouraging attendance at all Rotary meetings with special emphasis on attendance at the regular weekly meetings of the club and attendance at regular meetings of other clubs when unable to attend meetings if 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.

Section 6. Classification Committee. This committee shall consist of three members, one member to be appointed each year for term of three years. This committee shall on or before the first of November of each year make a classification survey of the community; shall compile from the survey a roster of filled and unfilled classifications using the outline of classifications as a guide; shall urge upon the members the importance of proposing names for the unfilled classifications; shall review, where necessary, existing classifications represented in the club and shall counsel with the board on all classification problems.

Section 7. Fellowship and Rotary Information Committee. This committee shall promote acquaintance and friendship among the members and do such work in pursuance of the general object of the Club as may be assigned by the president or the board and shall devise and carry into effect plans (1) to give prospective members information about the privileges and responsibilities of membership in a Rotary club, (2) to give the members, especially new members, adequate understanding of the privileges and responsibilities of members, (3) to give the members information about Rotary, its

history, object, scope, activities and (4) to five the members information as to developments in the administrative operation of Rotary International.

Section 8. Membership Committee. This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board.

Section 9. Club Bulletin Committee. This committee shall devise and carry into effect plans (1) to give the public general information about Rotary, its history, object and scope; and (2) to secure proper publicity for the club, and (3) promote the publishing of a club bulletin.

Section 10. Other Committees. Other committees shall have such duties, as the Board of Directors shall prescribe.

ARTICLE IX

LEAVE OF ABSENSE

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.

ARTICLE X

FINANCES

Section 1. – The treasurer shall deposit all funds of the club in some bank to be named by the board.

Section 2. – All bills shall be paid only by checks signed by the treasurer upon vouchers signed by any officer. A thorough audit by a certified public accountant or other qualified person shall be made once year of all the club's financial transactions.

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. – The fiscal year of this club shall extend from July 1st to June 30th and the collection of members' dues shall be divided into four quarterly periods extending from July 1st to September 30th, October 1st to December 31st, January 1st to March 31st and from April 1st to June 30th. 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.

Section 5. – At the beginning of each fiscal year, the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, 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 XI

METHOD OF ELECTING MEMBERS

Section 1. – Active members (including additional active members)

- (a) From time to time, the board shall review the list of filled and unfilled classifications as prepared by the classification committee and decide which, if any, of the unfilled classifications should be considered as open for proposals and shall advise the membership as to which classifications have been opened for proposal.
- (b) The name of a prospective active member to fill an open classification, having been proposed by a member in good standing, shall be submitted first to the board, through the secretary, on a standard form known as the proposal card.
- (c) The board shall then refer it to the classifications committee which shall consider the eligibility of such proposed member from the standpoint of classification and declare the proposed classification proper or improper and shall return the proposed card, together with this information, to the board, who shall then refer it to the membership committee.
- (d) After making the due investigation of the character, business, social standing and general eligibility of the person proposed for membership, the membership committee shall then proceed to vote and if not to exceed one negative vote is cast by the members of this committee, the name of the proposed member shall be considered eligible and so recommended to the board. The membership committee shall then report to the board the action it has taken thereon.
- (e) The board shall then review the action of the classifications committee and the membership committee and sustain or reject their decisions or refer it back to classifications committee and the membership committee for further consideration and action.
- (f) If the classifications and membership committees have reported adversely upon the name of the newly proposed member and the board has sustained the action, the proposer shall be so notified by the secretary.

- (g) If the classifications and membership committees have reported favorably upon the name of the proposed member and the board has sustained the action, the secretary shall notify the proposer.
- (h) The proposer, accompanied by a member or members of the Rotary Information Committee of the club, shall fully inform the proposed member of the privileges and responsibilities of membership in a Rotary Club and shall secure oral or written permission of the proposed member to publish his/her name to membership of the club.
- (i) After permission to do so has been secured from the proposed new member, the secretary shall notify each member of the club by means of a written or printed communication, giving the name of the proposed candidate, the firm represented and the classification under which he/she is proposed for membership.
- (j) A ten-day period shall then be allowed during which any member objecting to the election of the proposed member shall notify the board in writing, stating reasons for his/her objection.
- (k) If no objection is received in such period, the proposed member shall be considered qualified for membership.
- (l) If any objections have been filed, the board shall consider the same at any regular or special meeting of the board and proceed to ballot the proposed member. If not to exceed _____ negative votes are cast by the members of the board in attendance at this regular or special meeting of the board, the proposed member shall be considered qualified for membership.
- (m) The secretary shall then notify the proposer and the proposed member of his/her qualification for membership and invite the proposed member to apply for membership in the club.
- (n) When the proposed member has filled in, signed and returned to the secretary the regular form of application, indicating his understanding and acceptance of the responsibilities of membership, together with his remittance for the admission fee as provided in Article V, he shall be considered duly elected to membership.
- (o) After having received the completed application and the remittance for the admission fee, the secretary shall issue to the newly elected member, a Rotary membership identification card.
- (p) The secretary shall then fill in a new member report form for the newly elected member and forward the completed form to the general secretary of Rotary International.
- (q) In the event the proposed member is rejected, the proposer shall be so notified by the secretary.

Section 2 – Senior Active, Past Service and Honorary Members. The name of a proposed candidate for any one of these three kinds of membership shall be submitted to the board of directors in writing and the election shall be in the same form and manner as prescribed for the election of an active member, provided, however, that such proposal may be considered at any regular or special meeting of the board and that the board at its

discretion waive any of the steps as set forth in Section 1 of this Article and proceed to ballot on the proposed member. If not to exceed 2 negative votes are cast by the members of the board in attendance at the regular or special meeting, the proposed member shall be considered duly elected, provided, however, that any active member of this club who has all the qualification for senior active membership as set forth in the constitution of this club, or any past service member of this club, who had been an active member of this club and who at the time he ceased to be an active member of this club had the qualification for senior active membership as set forth in the constitution of this club, may, at his option, become a senior active member of this club by notifying the secretary, in writing, of his intention so to do, no application for or election to such senior active membership being required.

Section 3 – Re-election of Former Additional Active Member. The application of a former additional active member of this club whose membership was terminated as provided in Article VIII, Section 2(b) of the constitution of the club shall be considered promptly by the board and in advance of any other application or proposal under the same classification or another classification. At its discretion, the board may refer the application to the classifications and membership committees and the board may provide for a ten-day period during which any member objecting to the election of the proposed member shall notify the board in writing stating reasons for his objection. At any regular or special meeting, the board shall proceed to ballot on the application taking into account, where applicable, reports from the classifications and membership committees and any objections filed. If not to exceed 2 negative votes are cast by the members of the board in attendance at the regular or special meeting, the former additional active member shall be considered duly elected to active membership and shall be so notified by the secretary.

In the event the application is rejected, the applicant shall be so notified by the secretary.

ARTICLE XII

RESOLUTIONS AND SEBSRIPTIONS

Section 1 – 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, and provided this article may be suspended by motion duly adopted.

ARTICLE XIII

ORDER OF BUSINESS

Meeting called to order.
Introduction of Visiting Rotarians.
Correspondence and announcements.
Committee reports (if any).
Any unfinished business.
Any new business.
Address or other program feature.
Adjournment.

ARTICLE XIV

AMENDMENTS

These by-laws 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 by-laws can be made which is not in harmony with the club constitution and with the constitution and by-laws of Rotary International

Approved July 1, 2003

AMENDMENT TO BY-LAWS OF ROTARY CLUB OF SALINE

ARTICLE XVI

Dissolution

Upon the dissolution of the Rotary Club of Saline, Michigan all assets shall be conveyed to The Rotary International Foundation. If The Rotary International Foundation is unable or unwilling to accept the assets then the assets shall be distributed for exempt purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or shall be distributed to the Federal Government, or to a State or Local Government for a public purpose. Any such assets not disposed shall be disposed of by the Circuit Court for the County of Washtenaw, State of Michigan.

Approved June 28, 2007