

Bylaws of the Rotary Club of South-East Nassau

ARRANGEMENT

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Article 1 Definitions

- Section 1 - Board: The board of directors of this club.
- Section 2 - Director: A director on this club's Board.
- Section 3 - Member: A member, other than an honorary member, of this club.
- Section 4 - RI: Rotary International.
- Section 5 - Year: The 12-month period beginning 1 July.

Article 2 Board

Section 1 - The governing body of this club shall be the board which shall consist of the directors elected in accordance with Article 3 of these bylaws, the president, vice president(s), president-elect, president-nominee, secretary, treasurer, and immediate past president.

Article 3 Elections of Officers and Directors

Section 1 - One month before elections, members nominate candidates for president, president elect, president nominee, secretary, treasurer and any open director positions. The nominations may be presented by a nominating committee, by members in good standing from the floor, or both.

In the event that the club decides to have a nominating committee it shall consist of the last three presidents plus up to two persons selected by them.

Section 2 - The candidate who receives a majority of 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 president elect and secretary, at the expense of the club, shall attend the District Conference to participate in the President Elects Training Seminar, District Assembly and District Conference.

The President Elect, at the expense of the club, may also attend the RI Convention or other similar conference sponsored by Rotary.

In addition to paying for travel at normal economy rates, the club will also pay a per diem of \$75 per day subject to deduction of any prepaid meals paid for by the club.

Section 6 - The terms of office of each role is one year.

Article 4 Duties of the Officers and Directors

Section 1 - It shall be the duty of the president to preside at meetings of the club and the board and to perform other duties as ordinarily pertain to the office of the president as stipulated by Rotary International.

Section 2 - It shall be the duty of the immediate past president to serve as an officer and to perform such other duties as may be prescribed by the president or the board. The immediate past president may also be asked to chair the Rotary Foundation Committee.

Section 3 - It shall be the duty of the president-elect, vice president(s), president-nominee and past presidents to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertain to their office.

Section 4 - It shall be the duty of the secretary to send out notices of the club, board and committee meetings, record and preserve the minutes of such meetings, record and preserve historical documents using the channels available and as directed, report as required to RI and the District Governor of 7020, including the semiannual reports of membership on January 1 and July 1 of each year, which shall include the per capita dues for all members and prorated dues for active members who have been elected to membership in the club since the start of the July or January semiannual reporting period, report changes in membership, provide the monthly attendance report, which shall be made to the District Governor within 15 days of the last meeting of the month, and perform other duties as usually pertain to the office of the secretary. The Secretary may chair a Secretary Committee to assist with performing their duties.

Section 5 - It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club annually and at any time upon demand of the board, collect and remit RI official magazine subscriptions, and to perform other duties as pertains to the office of the 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. The treasurer shall share all pertinent information with the treasurer-elect and or backup treasurer & Treasurer's Committee.

Section 6 - It shall be the duty of each director to manage the portfolio to which they have been elected. Each Director will be required to prepare a plan of action and budget to promote and deliver their respective portfolio. They will also be required to attend board and club meetings and report regularly on their activities. Directors shall be responsible for communicating the needs and activities of the committee(s) in their respective portfolio to membership using the available channels as directed by the president or secretary. They shall be required to provide formatted paragraph(s), and if available photographs of all projects completed or started in each month. The information must be given in time to be included in

the Club of The Month report and other similar and/or necessary reports. The format and deadline for information will be confirmed and provided by the secretary or Secretary Committee and any changes will be communicated as soon as is practical.

Article 5 Meetings

Section 1 - An annual meeting of this club is held no later than 31 October to elect the officers and directors who will serve for the next Rotary year. Provided that where it becomes impossible or impracticable to hold the annual meeting by the stated date, the annual meeting shall be held on the occasion of the next regular meeting immediately following that date or on another date to be determined by the board, and in either event, not later than 31 December of that year.

Section 2 - The regular meetings of this club shall be held on Wednesday's at a place or method to be determined by the board in Nassau, New Providence, The Bahamas. Due notice of any changes in or cancellation of the regular meeting shall be given to all members of the club by a board member or delegate authorized to do so.

Meeting times, locations and methods of holding meetings may be changed and the format may vary to align with Rotary International's policies.

Section 3 - Except for members specifically granted an attendance exemption by the Board of Directors, all active members are expected to:

- a) Attend or make up at least 50% of club regular meetings in each half of the year;
- b) Attend at least 25% of this club's regular meetings in each half of the year.

Section 4 - If a member fails to attend as required in (a) or (b) above, the member's membership may be subject to termination unless the Board consents to such non-attendance for good cause. Fines and or donations may be given to make up for meetings missed, the amount of which may change and will be determined by the board.

Section 5 - All members in good standing in the club, on the day of the regular meeting, must be recorded as present or absent, and attendance must be evidenced by the member's being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this Rotary club or as otherwise provided in the standard Rotary Club Constitution, Article 10 Section 1.

Section 6 - One third of the membership shall constitute a quorum at the annual and general meetings.

Section 7 - Members may be given credit for make up if, within 30 days before or after the missed meeting, they:

- i. Attend a regular meeting of another Rotary Club;

- ii. Attend a club event held in lieu of a regular meeting;
- iii. Attend a regular meeting of a Rotaract or Interact Club;
- iv. Attend a Board meeting of the Club;
- v. Attend an online eClub meeting;
- vi. Hold a meeting to discuss club business or do club work where three or more members are present; or
- vii. Attend a convention, meeting or fellowship activity of RI, or the District.

Section 8 - Regular meetings of the Board shall be held on the 2nd Tuesday of each month or such day as has been decided upon by the Board. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors or officers, reasonable notice having been given.

Section 9 - A majority of the directors and officers shall constitute a quorum of the board.

Article 6 Dues

Section 1 - The membership dues shall be subject to change from time to time upon a majority decision of the board and subject to a ratification by a majority of members present at any regular meeting, a quorum being present, provided that notice of such proposed ratification shall have been mailed by post or emailed to each member at least seven (7) days before such meeting. Upon the ratification by the members of the new fees or dues, this Article and these by laws shall be deemed to have been duly amended.

Section 2 - When a member is admitted into membership during the club year their membership dues, other than Sustaining Membership Fee, shall be prorated dependent on their date of joining. 100% of membership dues shall be payable for members joining during the first quarter of the year, 75% of the annual dues shall be payable during the second quarter, 50% of the annual dues shall be payable during the third quarter and 25% of the annual dues shall be payable during the fourth quarter. Provided that all dues payable to RI shall be paid in accordance with RI policies.

Section 3 - If a member fails to pay their dues within 30 days of being invoiced, the member's membership will be subject to termination unless the board consents to non-payment in part or whole for good cause. Considerations may be made when there is an agreed structured payment plan in place.

Section 4 - The board will carry out a review of all outstanding dues at the first board meeting following the invoice due date with a view to put an action plan as necessary. Further monthly reviews will continue as necessary.

Article 7 Method of Voting

Section 1 - The business of this club shall be transacted by:

- i. Viva voce vote or
- ii. Secret ballot or
- iii. By such other method determined by the board at a board meeting or
- iv. By such other method determined by a majority of the members at a regular meeting or
- v. By universal acclaim.

Article 8 Committees

Section 1 - Club committees are charged with carrying out the annual and long-range goals of the club based on the five Avenues of Service. The president, president-elect, president nominee (if elected) 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.

Section 2 - Each Committee will be chaired by the director duly elected or appointed. Sub-committees will be chaired by the member appointed by the respective director or the Board.

Section 3 - The standing Committees of the club are as follows:

- **Membership**

This committee should develop and implement a comprehensive plan for the recruitment and retention of members, including orientation, education and classification. It shall also be responsible for encouraging and promoting good attendance by all club members at all meetings and functions, recording attendance at such meetings, following up on members not attending regularly, and reporting attendance data monthly to the Board and club.

The Director may establish an Attendance sub-committee led by its own Chair to assist with carrying out the duties as desired.

- **Environment**

This committee should implement projects which improve the environment with a view to preserving the earth for future generations.

- **Public Relations & Programming**

This committee should develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and

activities. It shall be responsible for planning the club's program of speakers and promoting those speakers.

This committee may work along with other committees to vary styles of meetings.

- **Club Administration**

This committee should conduct activities associated with the effective operation of the club including but not limited to the preparation and distribution of the club bulletin, the management of the club website, and the preparation of the weekly meeting program (including identifying members to assist with the necessary roles therein).

The Director may establish a Sergeant at Arms sub-committee led by its own Chair to facilitate the maintenance of order and collection of fines and other mentioned fees at weekly meetings.

- **Community Service Projects**

This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries.

- **The Rotary Foundation**

This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation. This will include responsibility for Annual Giving, Grants, Group Study Exchange, Scholarships, Polio-Plus and other relevant Foundation programs.

This committee will give information and presentations on the Rotary Foundation to the club and established youth partner clubs as requested and particularly during Rotary Foundation Month.

- **Fundraising**

This committee should develop an effective fundraising strategy to meet the service goals of the club.

- **Youth Services**

This committee should develop and implement educational and support projects that address the needs of young people in the local and wider community. This committee is also charged with providing leadership training to Rotary sponsored groups such as Rotaract, Interact, and EarlyAct clubs.

The Director may appoint Liaison(s) for the Rotary sponsored group(s) to assist with supporting and reporting on the activities, needs, and progress of each.

- **Fellowship & Family of Rotary**

This committee should plan regular activities for the members of this club that will support and encourage an environment of camaraderie among membership. Activities should consist of fellowship/social events including those involving families of Rotarians, wellness programs to improve the quality of life by healthy living both physically and mentally, and competitions to encourage healthy activities should be planned.

The Director may establish Family of Rotary and Wellness sub-committees to assist with carrying out those duties as desired.

- **International Relationships**

This committee should seek to develop relationships with clubs in other districts and countries to fulfill RI's criteria relating to such things as international projects.

- **Disaster Preparedness & Relief**

This committee should establish where necessary, and annually review, update, and present to members the club's current and relevant disaster plan and call tree. This committee should also work closely with the President and the Assistant Governors to coordinate logistical preparation and training for relief efforts in the event of future disasters or emergencies.

- **Vocational Service**

This committee should seek to encourage and foster high ethical standards in business and profession, recognizing the worthiness of all useful occupations and the dignifying of each Rotarian's occupation as an opportunity to serve society. The committee should also seek to initiate programs to promote our member's occupations and vocation and encourage support from within our membership.

- **Others**

Other committees may be implemented by the president or Board of Directors as required.

Section 4 - Each 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 5 - The president is an ex-officio member of all committees.

Section 6 - Each committee is expected to select one month during the year to have members of the committee serve at the welcome table at regular meetings and complete agenda items such as the prayer, introducing the speaker and thanking the speaker. It is suggested but not mandatory that the month selected be a themed month that aligns with the portfolio of the committee. A committee may get any willing members from the club or other committees to assist during their month.

Article 9 Finances

Section 1 - Before each financial year starts, the board is to prepare and approve an annual budget of estimated income and expenditures.

Section 2 - The Treasurer shall deposit club funds into a financial institution as designated by the board, divided into two accounts: one for club operations and one for service projects. Separate accounts may also be maintained for Disaster Relief and Grant Funding.

Section 3 - All bills shall be paid by the Treasurer or another authorized officer and approved by two other officers or Directors.

Section 4 - A thorough review of all financial transactions by a qualified person shall be made once each year. That qualified person may or may not be a member but shall not be an officer or Director of the board at the time of the review.

Section 5 - Club members will receive an annual financial statement of the club. A mid-year financial report, with current and previous year income and expenses, is to be presented at the annual meeting.

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

Article 10 Method of Electing Members

Section 1 - A member proposes a candidate for membership to the board and/or the membership committee, or another club proposes one of its transferring or former members.

Section 2 - The board approves or rejects the candidate's membership within 30 days and notifies the proposing member of its decision.

Section 3 - If the board approves the candidate's membership, the prospective member's name and classification shall be published to the club inviting objections, if any, within 7 days of publication. All objections must be submitted in writing to the Secretary or Membership Chair and accompanied by reasons for the objection and signed by the objecting member.

Section 4 - If no written objection to the proposal is received by the board from any member within 7 days following publication, the prospective member, upon payment of dues as prescribed by these bylaws, shall be considered to be elected to membership.

Section 5 - If any such objection has been filed with the board, the board shall vote on this matter at its next meeting. If the board approves the proposal despite the objection, the proposed member, upon payment of dues as prescribed by these bylaws, shall be considered to be elected to membership.

Section 6 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

Article 11 Amendments

Section 1 - These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 21 days before the meeting, having a quorum present for the vote, and having two-thirds of the vote support the change. Provided that where it becomes impossible or impracticable to carry out the foregoing, the proposed amendments may be distributed to members for their review and comments by a specified date (no less than 21 days following distribution) through email or other suitable electronic medium as determined by the board. In the absence of feedback by the specified deadline, the proposed changes will be considered duly accepted and changed. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws and the Rotary Code of Policies.