

Recommended Rotary Club Bylaws

*Bylaws of the Rotary Club of Rotary Club of Flushing, Michigan

**NOTE: These bylaws are recommended only and may be changed by any Rotary club to meet its own conditions, provided such changes are not out of harmony with the Standard Rotary Club Constitution and with the RI Constitution, RI Bylaws, and the Rotary Code of Policies. If any doubt exists, the proposed changes should be submitted to the general secretary for the consideration of the Board of Directors of RI.*

For Rotary e-clubs, governors should contact their Club and District Support Representative (www.rotary.org/cds) for more information about Recommended Rotary E-Club Bylaw and other e-club issues.

Article 1 Definitions

1. Board: ___—The Board of Directors of this club.
2. Director: _—A member of this club's Board of Directors. All officers are members of the Board.
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.
6. Communication: Whenever written communication is required, unless specifically restricted, such communication shall include written as well as electronically transmitted communication.

Article 2 Board

The governing body of this club shall be the board consisting of eight up to ~~nineseven~~ (8/79) members of this club, namely, the president, immediate past president, president-elect ~~(or president nominee, if no successor has been elected),~~ first vice president, vice-president, secretary, recording secretary, treasurer, and the sergeant-at-arms. ~~At the discretion of the board, also added can be the _____ directors elected in accordance with article 3, section 1 of these bylaws.~~

Article -3 Election of Directors and Officers

Section 1 – At at the first regular meeting ~~one in the~~ -month of November prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for president-elect, first vice president, vice-president, secretary, recording secretary, treasurer, and the sergeant of arms. _____ ~~directors.~~ 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 use a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed ~~ed~~ on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. Ballots shall only be required for all ny positions where there is more than one nominee. For all positions, where a candidate is running unopposed, the vote-, at the discretion of the presiding officer, may be conducted by way of a voice vote. -The candidates for president elect, first vice president, vice-president, secretary, recording secretary, and treasurer and sergeant of

arms receiving a majority of the votes shall be declared elected to their respective offices and will become members of the Board.; ~~The _____ candidates for director receiving a majority of the votes shall be declared elected as directors. The candidate for president elected in such balloting shall be the president nominee. The president nominee shall take the title of president-elect on the first day of July next following the election, and shall serve as an officer during that year.~~ — On 1 July immediately following the year of service on the Board as president-elect at year, the president-elect shall assume office as president.

Section 2 – The officers so elected, along with the immediate past president, ~~and directors~~ shall constitute the board. ~~Within one week after their election, the directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.~~

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

Section 4 – A vacancy in the position of any officer-elect ~~or director-elect~~ shall be filled by action of the remaining ~~directors~~ officers-elect.

Section 5 – An individual may hold two officer positions simultaneously but there shall always be at least ~~sevensix~~ (67) board members.

Article 4 Duties of Officers

Section 1 – *President.* 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 president.

Section 2 – *Immediate Past President.* It shall be the duty of the immediate past president to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 3 – *President-elect.* It shall be the duty of the president-elect to serve as a director, preside at meetings of the club and/or board in the absence of the president and to perform such other duties as may be prescribed by the president or the board.

~~**Section 4** – *First Vice-President.* It shall be the duty of the first vice-president to perform such duties as requested by the president or the board. It is the expectation that the first vice-president will be a candidate for the position of president-elect at the next election of officers.~~

~~**Section 4-54** – *Vice-President.* It shall be the duty of the vice-president ~~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 the office of vice-president. It is the expectation that the vice-president will be a candidate for the position of first vice-president at the election of officers.~~

~~**Section 5-65** – *Secretary.* It shall be the duty of the secretary to keep membership records; record attendance at meetings; ~~send out notices of club, board, and committee meetings; record and preserve the minutes of such meetings;~~ report as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year, which shall include 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; collect and remit RI official magazine subscriptions; and perform other duties ~~as usually pertain to the office of secretary.~~ as may be prescribed by the president or the board.~~

~~**Section 7** – *Recording Secretary.* It shall be the duty of the recording secretary to ~~keep and preserve all minutes of board and committee meetings and to ensure that notices are sent out to members via the club's website or any other form of communication as deemed appropriate by the president or the board, of club, board and/or committee meetings and/or minutes that~~~~

are submitted to, and reviewed by, the board at a board meeting as well as general notices to club members as directed by the president or the board.

Section 6-86 – Treasurer. It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club annually and at any other time upon demand by the board, and to perform other duties as pertains 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.

Section 7-97 – Sergeant-at-Arms. The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the president or the board.

Article -5 Meetings

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

(Note: Article 6, section 2 of the Standard Rotary Club Constitution provides that “An annual meeting for the election of officers shall be held not later than 31 December...”)

Section 2 – The regular weekly meetings of this club shall be held on Thursdays _____ (~~day~~) at 7:00 AM _____ (~~time~~). Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club. All members excepting an honorary member (or member excused pursuant to the standard Rotary club constitution) in good standing in this club, on the day of the regular meeting, must be counted 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 club or at any other Rotary club, or as otherwise provided in the standard Rotary club constitution, article 9, sections 1 and 2.

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 first Tuesday _____ of each month or as otherwise determined by the board and communicated to the club by the recording secretary or other officer at a place and time determined by the president. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

Section 5 – A majority of the ~~directors-officers/directors~~ shall constitute a quorum of the board.

Article 6 Fees and Dues

Section 1 – The admission fee shall be \$ 0.75.00 _____ to be paid before the applicant can qualify as a member, except as provided for in the standard Rotary club constitution, article 11.

Section 2 – The membership dues shall be \$ 14035.00 _____ per ~~annum~~ quarter, payable ~~semiannually~~ on the first day of July, ~~October, and of~~ January and April, with the understanding that a portion of each semiannual payment shall be applied to each member’s subscription to the RI official magazine. In addition, members are required to contribute at least \$25.00 to the Rotary Foundation annually in the manner designated by policy. Changes to the membership dues may be made from time to time as the board deems appropriate, in which case notification of any such changes shall be communicated to the members by the

recording secretary at least 3 months prior to implementation of such change.

Section 3 – The membership dues shall be \$40.00 per quarter for any member who has been granted a leave of absence. Upon reinstatement as an active member, dues shall be paid at the usual rate and the member returning to active status shall immediately upon such return forward to the treasurer an amount representing payment of dues at the regular rate for the portion of the quarter remaining after said reinstatement. (For members who are granted a leave of absence, the annual contribution to the Rotary Foundation shall not be required.)

Article 7 Method of Voting

The business of this club shall be transacted by *viva voce** vote except the election of officers and directors for any contested position, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

(Note: Viva voce vote is defined as when club voting is conducted by vocal assent.

Article 8 Avenues of Service

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

Article 9 Committees

Club committees are charged with carrying out the annual and long-range strategic goals of the club. The president-elect, president, and immediate past president, ~~first vice-president and vice-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, designating certain individuals to lead a particular project or task that may or may not require creation of an actual committee 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. Examples of sStanding committees which ~~should may~~ be appointed are as follows:

- Membership
 - _____
_____ This committee should develop and implement a comprehensive plan for the recruitment _____ and retention of members.

- —Vocational—

Public Image

_____ 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.

Administration

_____ This committee should conduct activities associated with the effective operation of the _____ club.

Service Projects

This committee should develop and implement educational, humanitarian, and vocational service projects that address ~~the a particular needs of its the~~ 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.

- Finance Committee

This committee shall support the treasurer and board in fiscal matters including preparation of the budget and other matters referred by the president or board.

Public Relations/Marketing Committee

This committee shall work with the Board and other committees to promote public awareness of club activities and projects as deemed appropriate and to establish relationships with members of the media.

Standing or ~~Additional~~ ad hoc committees may be created, appointed or eliminated as deemed appropriate ~~needed~~ by the board of directors.

Committees shall be comprised of members appointed to a committee and other members who volunteer to serve on a particular committee. The chairperson of a particular committee, unless overruled by the board, may limit the number of members on a particular committee, provided, however that in all cases, committees shall consist of at least three members including the chair.

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

(b) 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 or 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.

(c) Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee, shall ensure that minutes are taken in accordance with established policy and shall report to the board on all committee activities, including delivery of committee minutes to the board.

(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. A sample listing of such optional committees is found in the club committee manuals. A club may develop a different committee structure as needed.)

Article 10 Duties of Committees

The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each, the president is encouraged to shall reference appropriate RI materials and the Avenues of Service when developing plans for the year.

Each committee shoudaH have a specific mandate, clearly defined goals, and action plans established by the beginning of each year for implementation during the course of the year. It shall be the primary responsibility of the president-elect to provide the necessary leadership to prepare a recommendation for club committees, mandates, goals, and plans for presentation to the board in advance of the commencement of the year as noted above.

Article 11 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 no longer than twelve (12) months.

(Note: Such 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 provisions of the Standard Rotary Club Constitution is not computed in the attendance record of the club.)

Article 12 Finances

Section 1 – Prior to the beginning of each fiscal year, the current and incoming board shall prepare a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations. The preferred timeline is for the budget to be completed and submitted to the Finance Committee for its review, revisions and comments by May 1. The Finance Committee is to complete its review and send its revisions and comments to the Board in time for review at its June meeting. The first item of business for the incoming board at its first meeting shall be to review, revise if necessary and approve the budget for that year.

Section 2 – The treasurer shall deposit all club funds in a bank, named by the board. The club funds shall be divided into two separate parts: club operations and service projects-.

Section 3 – All bills (unless regular or recurring charges) shall be paid by the treasurer or other authorized officer only when approved by ~~two other officers or director~~the board.

Section 4 – A thorough review of all financial transactions by a qualified person group of at least three members appointed by the board shall be made once each year.

Section 5 – Officers having charge or control of club funds shall give bond as required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 – The fiscal year of this club shall extend from 1 July to 30 June, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

Article 13 Method of Electing Members

Section 1 – The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing or electronically, through the club secretary or other member designated by the president. A transferring or former member of another club may be proposed to active membership by the former club. The proposal shall be kept confidential except as otherwise provided in this procedure.

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

Section 3 – The ~~president-board~~ shall notify the membership of the application of the proposed member at least 30 days prior to the board's vote on the application for membership. Members shall have the responsibility of notifying the president and/or board of any objections to acceptance of the proposed member's application before the board votes on the application. The board shall approve or disapprove the proposal at a meeting at least 30 days after notifying the membership of the application 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, the prospective member shall be informed of the purposes of Rotary and of 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 6-5 – Following the election, the president shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the ~~president or~~ secretary will report the new member information to RI and the president will assign a member to assist with the new member's assimilation to the club as well as assign the new member to a club project or function.

Section 7 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

Article 14 Resolutions

The club shall not consider any resolution or motion to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

Article 15 Order of Business of Membership Meetings

Meeting called to order.

Prayer, Pledge of Allegiance, Song (if designated by the presiding officer)

Introduction of visitors.

Correspondence, announcements, and Rotary information.

Committee reports if any.

Any unfinished business.

Any new business.

Address or other program features.

Adjournment.

The Order of Business may be altered as deemed appropriate by the president or presiding officer.

Article 16 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 or emailed to each member at least ten (10) days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the standard Rotary club constitution and with the constitution and bylaws of RI. The ~~recording~~ secretary shall see to it that the published bylaws are updated for any changes duly approved and shall see to it that a revised copy of the bylaws incorporating any such changes are made available to the membership.