

## **Bylaws of the Rotary Club of Greater Flint Sunrise**

### **Article 1 Definitions**

1. Board: The Board of Directors 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. Quorum: The minimum number of participants who must be present when a vote is taken:  
One-third of the club membership; a majority of directors for the Board.
5. RI: Rotary International.
6. Year: The 12-month period that begins on 1 July.

### **Article 2 Board**

The governing body of this club shall be the board consisting of nine (9) members of this club, namely three (3) directors elected in accordance with Article 3 of these bylaws, and the president, vice-president, president-elect, secretary, treasurer, and immediate past president.

### **Article 3 Elections and Terms of Office**

Section 1 — In September, the president shall appoint a past president to chair the nominating committee. The nominating committee shall be selected by the chair and shall consist of the president-elect and two (2) other members of the club. At a regular meeting one month prior to elections, the nominating committee chair shall present the slate of officers and directors for election and members may nominate candidates for president, president-elect, vice president, secretary, treasurer, and any open director positions. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted on at the annual meeting.

Section 2 — The candidate who receives a majority of the votes for each office or director position is declared elected to that office.

Section 3 — A vacancy on the Board or any office shall be filled by the remaining members of the Board.

Section 4 — A vacancy of any officer-elect position or director-elect position shall be filled by action of the remaining members of the Board-elect.

Section 5 — The term of office for all board members and officers shall be for one year, commencing July 1 following the annual meeting in December. A board member shall serve no more than three consecutive terms, unless elected an officer of the club or deemed necessary and prudent by the Board.

#### **Article 4 Duties of the Board**

Section 1 — President. The president shall preside at club and Board meetings.

Section 2 — Immediate Past President. The immediate past president shall serve as a director.

Section 3 — President-elect. The president-elect shall prepare for their year in office and serve as a director.

Section 4 — Vice President. The vice president shall preside at club and Board meetings in the absence of the president.

Section 5 — Director. A director shall attend club and Board meetings.

Section 6 — Secretary. The secretary shall keep membership and attendance records.

Section 7 — Treasurer. The treasurer shall oversee all funds and provide annual accounting of these funds.

Section 8 — Board members may perform additional duties as assigned.

Section 9 — A more detailed list of officer duties and tasks is contained in Appendix A

#### **Article 5 Meetings**

Section 1 — Annual Meeting. An annual meeting of this club shall be held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

Section 2 — The regular weekly meetings of this club are held on the first, second, third and fifth Wednesday of the month at 7:30 a.m. Reasonable notice of any change or cancellation of the regular meeting shall be given to all club members.

Section 3 — Board meetings are held the fourth Wednesday of each month at 7:30 a.m. Special meetings of the Board are called with reasonable notice by the president or upon the request of two directors.

Section 4 — Meeting of the club or the Board may be held in-person, virtually or some combination thereof at the discretion of the Board.

#### **Article 6 Fees and Dues**

Section 1 — Membership dues shall consist of RI per capita dues, subscription fees to The Rotarian or Rotary regional magazine, district per capita dues, club annual dues, and any other Rotary or district per capita assessment. Club annual dues shall be set annually by the Board with the approval of the budget. Membership dues for new members shall be payable within 60 days of induction and be pro-rated for the balance of the Rotary year in which they are inducted. Membership dues for existing members shall be payable annually upon receipt of dues billing from the treasurer.

#### **Article 7 Method of Voting**

The business of this club is conducted by voice vote or show of hands except for the election of officers and directors, which is conducted by ballot. The Board may provide a ballot for a vote on a specific resolution.

## **Article 8 Committees**

Section 1 — Club committees coordinate their efforts in order to achieve the club's annual and long-range goals. The club should have the following committees with the primary purposes:

- Club Administration and Public Relations – First, assist the board/leadership team in creating a club experience that involves and engages members e.g. meetings, events and activities. Second, develop and carry out a plan to keep the public informed about Rotary and club projects and activities
- Membership - Develop a structure to attract, engage, educate and retain members to ensure a vibrant, representative club.
- Rotary Foundation - Encourage and promote monetary contributions to Rotary Foundation, raise funds (including District grants) to support charitable activities and supervise Sunrise club charitable activities.
- Service Projects - Create and promote projects which enhance and meet humanitarian and community needs.

Section 2 — Additional committees may be appointed as needed.

Section 3 — The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership.

Section 4 — Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board. The president or the Board shall refer additional business to a specific committee as needed.

Section 5 — 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.

Section 6 – Detailed committee responsibilities are contained in Appendix B.

## **Article 9 Finances**

Section 1 — Prior to each fiscal year, the Board shall prepare an annual budget of estimated income and expenditures.

Section 2 — The treasurer shall deposit club funds in financial institution(s) designated by the Board. All funds are separately accounted for club operations and charitable activities (including service projects).

Section 3 — Bills are paid by the treasurer or another authorized officer when approved by the President or President-elect.

Section 4 — A thorough annual review of all financial transactions shall be completed by a qualified person.

Section 5 — An annual financial statement of the club shall be provided to club members.

Section 6 — The fiscal year of this club is from 1 July to 30 June.

Section 7 – The club shall file an annual Form 990 with the Internal Revenue Service.

## **Article 10 Method of Electing Members**

Section 1 — A member shall provide a candidate's name to the Membership Committee. A transferring or former member of another club may also be proposed for membership by the former club.

Greater Flint Sunrise Rotary bylaws

Section 2— The Membership Committee shall ensure that the candidate meets all of Rotary's membership requirements and complete the membership proposal form which is sent to the Board for action.

Section 3— The Board shall approve or reject the candidate's membership within 30 days and shall notify the proposer of its decision.

Section 4— If the decision of the Board is favorable, the prospective member is invited to join the club.

Section 6— The club may elect honorary members proposed by the Board.

#### **Article 10 Amendments**

These Bylaws may be amended at any regular club meeting. Changing the club bylaws requires that written notice be sent to each member 21 days before the meeting, that a quorum be present for the vote, and that two-thirds of the votes support the change. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Adopted at a regular meeting of The Rotary Club of Greater Flint Sunrise, Michigan, on July 17, 1991, and amended November 17, 1999, April 11, 2007, August 20, 2014 and December 8, 2021.