

## **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: 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, 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. The candidates for president, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The three candidates for director receiving a majority of the votes shall be declared elected as directors. The candidate for president-elect in such balloting shall be the president-nominee and serve as a director for the year commencing on the first day of July next following the election, and shall assume office as president on the first day of July immediately following that year. The president-nominee shall take the title of president-elect upon the election of a successor.

Section 2 — The candidate who receives a majority of the votes for each office 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 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. **Terms of office for each role are as follows:**

**Vice President - 1 year**

**Director -1 year**

**Treasurer - 1 year**

**Secretary - 1 year**

#### **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.

#### **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 Wednesdays at 7:00 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 each month. Special meetings of the Board are called with reasonable notice by the president or upon the request of two directors.

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

Section 1 — The club admission fee is \$0.

Section 2 — 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 in the amount of \$150.00. Membership dues shall be payable as follows: 1 – new member – prior to induction and 2 – existing members – 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.

NOTE – The avenues of service are now in the revised Rotary Club Constitution and there are Five Avenues of Service.

#### **Article 8 Committees**

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

- Club Administration
- Membership

- Public Relations
- Rotary Foundation
- Service Projects

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.

(NOTE – committee duties are outlined in separate committee manuals that should be provided to each chair prior to the start of the new Rotary year by the incoming President).

#### **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.

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.

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

Section 1 — A member shall provide a candidate's name to the Board. A transferring or former member of another club may also be proposed for membership by the former club. The proposal is **kept confidential** unless the Board instructs otherwise.

Section 2 — The Board shall ensure that the candidate meets all of Rotary's membership requirements.

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, educated about Rotary and membership requirements -and asked to sign the membership proposal form and to allow his or her name and proposed classification to be conveyed to the club.

Section 5 — If no member of the club submits a written objection including reasons for the objection, to the Board within seven days after the club is notified of the prospective member, that person, upon payment of the annual dues, is considered to be elected to membership. If an objection has been filed with the Board, the club shall vote on this matter at its next

meeting. If approved despite the objection, the proposed member is elected to membership, after annual dues payment.

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

**Article 10 Resolutions**

Any resolutions or motions to commit the club to any position or action shall first be reviewed and approved by the Board. If resolutions or motions are first offered at a club meeting, they shall be sent to the Board without discussion.

**Article 11 Amendments**

These Bylaws may be amended at any regular club meeting. Changing the club bylaws requires that written notice be sent to each member 10 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 and August 20, 2014.