

**FINAL/ADOPTED JAN. 3, 2007**

**Bylaws of the Rotary Club of Nevada, Iowa, USA**

**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. RI: Rotary International
5. Year: The twelve-month period that begins on 1 July.

**Article 2 Board**

The governing body (The Board) of this club shall consist of 10-13 Board members as determined by the President including the following:

President,

President Elect

President Elect-Elect,

Secretary,

Treasurer,

Sergeant of Arms,

The immediate past president,

At least two (2) directors, elected in accordance with article 3, section 1 of these bylaws,

Past district governor(s).

**Article 3 Election of Directors and Officers**

Section 1 – At a regular meeting one month prior to the meeting for election of officers, the president elect shall select nominations of members for president, president elect, president elect-elect, secretary, treasurer, sergeant-of-arms and at least two (2) directors. The candidates shall be voted on at the annual meeting, and the slate of nominees receiving a majority of the votes shall be declared elected to their respected offices or directors. All officers and directors will assume office on the first day of July next following the election. The nominees for President and President Elect shall be the current President Elect and President Elect-Elect, respectively. Each shall assume the office of President in progression as elected.

Section 2 – The officers and directors, so elected, together with the immediate past president and past district governor(s) shall constitute the board.

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

Section 4 – A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining 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 – President-elect. It shall be the duty of the president-elect to serve as a Board member, to preside at meetings of the club and the board in the absence of the president, and to perform such other duties as may be prescribed by the president or the board.

Section 3 – President-elect-elect. It shall be the duty of the president-elect-elect to serve as a Board member, to preside at meetings of the club and the board in the absence of the president and president-elect and to perform other duties as ordinarily pertain to the office.

Section 4 – 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,~~ and prorated reports on 1 October and 1 April of each active member who has been elected 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

Section 5 – 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 pertain 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 6 – 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 during the month of December in each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2 – The regular weekly meetings of this club shall be held on Wednesdays at noon. 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 article 8, section 3 and 4 of 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 Rotary Club Constitution, article 8, 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 second Wednesday of each month. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) Board members, due notice having been given.

Section 5 – A majority of the Board members shall constitute a quorum of the board.

## **Article 6 Fees and Dues**

Section 1 – The admission fee shall be determined by the Board. The admission fee shall be paid before the applicant can become a member.

Section 2 – The membership dues shall be determined by the board, payable on the first day of July, October, 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.

Section 3 - Meal charges shall be as determined by the board and are payable in advance on the first day of July, October, January, and April.

Section 4 - Each new club member shall, in recognition of the Rotary Foundation "Every Member Every Year" initiative, participate as a Paul Harris sustaining member throughout their club membership. Club members active prior to the adoption of these by-laws will be "strongly encouraged" to participate. The goal of the Rotary Club of Nevada is to have one hundred percent (100%) on-going participation in the Annual Program Fund of the Rotary Foundation.

## **Article 7 Method of Voting**

The business of this club shall be transacted by vocal accent or email vote except the election of officers and directors, which shall be by vocal accent or ballot as the Board prescribes. The Board may determine that a specific resolution be considered by ballot rather than by vocal accent.

## **Article 8 Four Avenues of Service**

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

## **Article 9 Committees**

Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service. The president-elect, president, 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. The president-elect is responsible

for appointing committee members to fill vacancies, appointing committee chairs, 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. Standing committees should be appointed as follows:

Membership	This committee should develop and implement a comprehensive plan for the recruitment and retention of members.
Club Public Relations	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.
Club 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 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.

Additional ad hoc committees may be appointed as needed

- (a) The president shall be ex officio a member of all committees and, as such, shall have all 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, and shall report to the board on all the committee activities.

## **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 shall reference appropriate RI materials. The service projects committee will consider the Avenues of Vocational Service, Community Service, and International Service when developing plans for the year.

Each committee shall 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 a specified length of time. This leave is granted in the discretion of the Board for instances of missing with good cause a minimum of four consecutive meetings. The maximum time allowed for a leave of absence is two six month terms, with the Board reviewing the situation after the first six months to determine if an additional term will be granted. A credit for meal charges will be granted for these meetings not attended. Members on a leave of absence are still responsible to pay club, district, and international dues, special assessments, fund raising assessments, and Paul Harris sustaining membership contributions.

Such a 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 the absence authorized under the provision of article 8, sections 3 and 4 of the 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 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 club shall, except under the most extreme and unusual circumstances, maintain at all times, a minimum fiscal reserve equal to five percent (5%) of the previous years club operations expenditures. At least half of the minimum required fiscal reserve shall be held in interest bearing accounts other than the checkbook accounts. If there is a balance in the contingency fund at the end of the year, part or all of the unexpended contingency fund will be transferred to the service side of the budget for the next 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 shall be paid by the treasurer, or other officer if approved by two board members. All bills paid must come for approval at the next regular meeting of the board.

Section 4- In the event the Treasurer must write a check to him/herself, the check must be signed by the President, and is subject to board approval in Section 3 above.

Section 5 – A thorough review of all financial transactions by a qualified person shall be made once each year.

Section 6- Board members shall take care to avoid conflicts of interest or the appearance of conflicts of interest in making decisions or authorizing financial expenditures that could appear to benefit the member or his/her business.

Section 7 – Officer(s) 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 with the cost of bond to be borne by the club.

Sections 8 – The fiscal year of this club shall extend from 1 July to 30 June, and for the payment to RI 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, through the club secretary. By so doing, such an active member of the club becomes a "sponsor" of a proposed member. 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 through the membership committee shall ensure that the proposal~~  
meets all the classification and membership requirements of the Rotary Club Constitution. The board shall notify the "sponsor" of its decision.

Section 3 - The club secretary will then promptly prepare a confidential email proposal to the full club membership that provides the name and the proposed classification of the proposed member. The membership will have one week to object in writing, with rationale, to the board via the club secretary.

Section 4 – If the decision of the board and membership is favorable, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibility of membership. At the conclusion of this meeting, the proposed member will be asked if he/she wishes to become a member. Upon acceptance and payment of the admission fee (if not an honorary member) as prescribed in these bylaws, he/she shall become an active member of the club.

Section 5 – If any such objection to the proposal has been filed with the board, the board shall vote on this matter at its next meeting. If the proposed member is approved, despite the objection, the procedures of Section 4 apply.

Section 6 – 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 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 at Meetings**

Reports

Meeting called to order

Introduction of visiting Rotarians and Guests

Correspondence, announcements, and Rotary information

Fellowship and singing

Program

Adjournment, or other event/order as determined by the President

## **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 a meeting. No amendment or addition to these bylaws can be made which is not in harmony with the Rotary Club Constitution and with the constitution and bylaws of RI.

By majority vote of the membership of the Rotary Club of Nevada, Iowa, USA, the foregoing by-laws consisting of seven (7) pages and sixteen (16) Articles were adopted and hereby replace any previous club by-laws.

These by-laws were adopted on JANUARY 3, 2007.