

BY-LAWS OF THE ROTARY CLUB OF PRESCOTT FRONTIER

Revised May 2025. Supersedes & replaces By-Laws Revised Oct 2023.
Approved by Membership at Club Meeting _____

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MISSION STATEMENT: MAKING A DIFFERENCE FOR PRESCOTT'S KIDS...& BEYOND.

ARTICLE 1 Definitions and Meeting Quorums

1. Board - The club's board of directors.
2. Director - A member of the club's board of directors.
3. Member - A member of the club, other than an Honorary member.
4. Quorum - The minimum number of participants who must be present in person when a vote is taken.
Club - one third of the club's members for club decisions.
Board - five members of the 11-member board, to include at least two of the four officers.
5. R.I. - Rotary International
6. Year - The 12-month period that begins on July 1.

ARTICLE 2 Board

The governing body of this club is its board of directors, consisting of the President, President-Elect (who also carries out the customary duties of a vice-president), Secretary, Treasurer, Immediate Past-President, and six directors who chair these committees: Administration, Foundation, Membership, Public Image, Service Projects, and Youth Service.

ARTICLE 3 Elections and Terms of Office

Section 1. The nominating committee (consisting of President-Elect and four former presidents of his or her choosing) shall recommend a slate of candidates (to serve during Rotary's ensuing year) for presentation to the membership at the Annual Meeting. At that meeting, the president will inquire if there are any nominations from the floor.

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 director vacates his or her position, the remaining members of the board will appoint a replacement. If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 4. The term of office for each role is one year.

ARTICLE 4 Duties of the Officers and Directors

Section 1. The president presides at club and board meetings.

Section 2. The immediate past-president serves as a director of the club board.

Section 3. The president-elect prepares for his or her year in office, serves as a director, and presides as necessary in the absence of the president.

Section 4. The secretary records and preserves board meeting minutes, and Club records.

Section 5. The treasurer oversees all funds and performs an annual accounting of them, and performs all other tasks (such as paying club's bills) customary to this position.

Section 6. Directors attend and participate in board meetings.

ARTICLE 5 Meetings

Section 1 - An Annual Meeting of the club is held in December, with the primary purpose to elect officers and directors to serve for the ensuing Rotary year. Quorum - see Article 1.

Section 2 - The club meets each Tuesday at noontime. All members will be assessed a pro-rata share of the venue cost, which is part of the quarterly dues. Members may purchase lunch for a nominal cost, which is negotiated by the Board with the meeting venue.

Section 3 - Board meetings will be at a day, hour, and place of the president's choosing, usually once a month, but in any event not less often than bi-monthly. Quorum - see Article 1

ARTICLE 6 Dues

Dues are paid quarterly. The board has the authority to set and/or change dues, subject to membership approval at a club meeting.

ARTICLE 7 Voting

Votes of this club and the board are conducted in person by voice vote (yea/nay).

ARTICLE 8 Committees

Each committee chair, who is a board director, reports to the Board on committee activities.

Section 1. Club Administration - responsible for effective operation of the club.

Section 2. Foundation - develops and implements plans to support the Rotary Foundation.

Section 3. Membership - responsible for recruitment and engagement of members, and maintains membership records.

Section 4. Public Image - develops activities to provide the public with information about Rotary and to promote the club's service projects in the community.

Section 5. Service Projects - develops and implements projects that address the needs of the local community as well as communities in other countries.

Section 6. Youth Service - responsible for the club's involvement with R.Y.L.A., Interact, and other youth-oriented activities

ARTICLE 9 Finances

Section 1. Prior to the start of each fiscal year, the president-elect and treasurer develop - and the board approves - an annual budget of estimated income and expenditures.

Section 2. The treasurer deposits club funds in a financial institution designated by the Board.

Section 3. Bills are paid by the Treasurer, or when necessary, by another officer of the club.

Section 4. A qualified person conducts a thorough annual review of all financial transactions.

Section 5. The fiscal year is from 1 July to 30 June.

Section 6. Rotary Training and Conferences

Prescott Frontier Rotary encourages member development and in this regard will reimburse members for certain expenses that are required to participate in Rotary training and to attend Rotary conferences. This policy is permissive for the board and does not require the Board to approve either a training request or conference attendance for any member.

Registration fees for training and/or conference will be reimbursed. Mileage at 29 cents per mile and economy airline ticket will be reimbursed. If the event is 75 or more miles from Prescott and the event's timing requires staying overnight, the member's hotel expense at the site of the training or conference will be reimbursed. If the event does not provide meals, the member's meals will be reimbursed up to \$50. per day.

ARTICLE 10 Membership.

Method of Electing Members

A member of this club proposes a candidate for membership to the Board and/or the membership chair. Or another club proposes one of its transferring or former members. The board approves or rejects the candidate's membership within 30 days of receiving his/her application and notifies the proposing member of its decision. If the Board approves the candidate for membership, he/she will be invited to join the club.

Per action of the board in 2016, no application fee nor initiation fee is required of a prospective Regular member.

Former or Potential Transferee Members: per Rotary International "Clubs must confirm that transferring or former Rotarians seeking membership don't have any outstanding debt to their previous club".

Membership (continued) Membership Categories

There are two customary types of membership in a Rotary Club: regular and honorary. Regular membership is discussed throughout this document; Honorary membership is conferred by the board only in extraordinary circumstances where an individual has demonstrated outstanding contributions to the club or to the community.

Rotary Club of Prescott Frontier will not preclude the spouse of an existing member from applying for a regular membership.

Corporate/Business/Civil Servant (CBCS) Membership is a special program for persons in those organizations which is designed to allow up to two representatives as members in the club. The CBCS membership has modified participation requirements yet the members received all the privileges and opportunities of a regular member. The dues cover up to two representatives; the membership is for the entity they represent. There is a one-time fee of \$50. to establish the CBCS membership. The entity can change representatives upon notice to the club.

Leave of Absence: Upon written application to the board, setting forth good and sufficient cause, leave of absence may be granted, for a specific length of time. Leave of Absence prevents a forfeiture of membership. A member on leave is responsible for paying quarterly dues.

Termination: The board may decide to terminate a member for good and sufficient cause, including but not limited to: failure to participate in club meetings and/or service projects, failure to pay dues and other monetary obligations for more than one quarter. If the board votes for termination, the member is to be informed in writing, and given ten days to appeal the board's decision.

ARTICLE 11 Resolutions and Amendments.

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.

Amendments: These by-laws may be amended at any regular club meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been communicated to each member at least 21 days before such meeting. No amendment or addition to these by-laws can be made which is not in harmony with the standard Constitution and By-Laws of R.I.
