**Bylaws of the Rotary Club of Wickenburg, Arizona, Inc.**

**Article 1 Definitions**

1. Board: The board of directors of this club.

2. Director: A director on this club’s board.

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’s members for club decisions and a majority of the directors for club board decisions.

5. RI: Rotary International.

6. Year: The 12-month period beginning 1 July.

**Article 2 Board of Directors**

The governing body of this club is its board of directors, consisting of the president, immediate past president, president-elect, secretary, treasurer and two at-large directors.

**Article 3 Elections and Terms of Office**

Section 1 —One month before elections, members nominate candidates for president-elect, secretary, treasurer, and any open director positions. The nominations may be presented by a nominating committee appointed by the club president, by members from the floor, or both.

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

Section 3 — If **any officer or board member vacates his or her position, the remaining members of the board will appoint a replacement for the remainder of the term.**

**Section 4 – Terms of office for each officer and director shall be one year. If there is a vacancy in the office of the president-elect, the current president’s term can be extended for up to one year.**

**Article 4 Duties of the Officers**

Section 1 — The president presides at club and board meetings, appoints committee members as needed, and otherwise discharges responsibilities as required by RI, the Standard Rotary Club Constitution and these bylaws.

Section 2 —The immediate past president serves as a director and presides at club and board meetings in the absence of the president.

Section 3 —The president-elect prepares for his or her year presidential term in office. The president-elect automatically assumes the position of president upon the expiration of the president’s term.

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Section 4 —An at-large director attends club and board meetings, casting votes as needed in the day to day governance of the club.

Section 5 —The secretary keeps membership and attendance records, provides notices to club and board members, and maintains minutes of meetings. The secretary also keeps all official correspondence for the club.

Section 6 —The treasurer keeps financial records, prepares the budget for approval by the board, oversees all funds and provides an accounting of them.

Section 7 —The sergeant-at-arms, if appointed, maintains order in club meetings.

**Article 5 Meetings**

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

Section 2 —Club regular meetings shall be held on Tuesdays at 12:10 p.m. of each week at a location determined by the board. Reasonable notice of any change of location or cancellation of regular club meeting will be given to all club members.

Section 3 —Board meetings are held each month at a date and time determined by the board. Special meetings of the board may be called with reasonable notice by the president or upon the request of two or more directors.

**Article 6 Fees and Dues**

Section 1 – The admission fee, as established by RI and/or the club, shall be paid before an applicant can be admitted as a member.

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 RI or district per capita assessment plus weekly meal charges. Dues shall be in the amount of $200 per quarter per individual, $240 per quarter corporate (two members), $280 per quarter corporate (three members), $320 per quarter corporate (four members.)** All corporate memberships are for one member attending weekly lunches at a time. If more than one member attends at the same weekly lunch meeting, the corporation shall be billed for the cost of the meal.

Section 3 – Membership dues shall be payable in accordance with the policies of the club as established by the board. Unpaid dues will be delinquent 60 days from date of invoice.

Section 4 – Meals for guests at regular meetings and/or special events will be billed to the individual Rotarian, with the exception of prospective members.

**Article 7 Method of Voting**

The business of this club is conducted by voice vote or a show of hands except in the election of officers and directors, which is conducted by ballot or unanimous acclamation. The board may also provide a ballot for a vote on specific resolutions.

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**Article 8 Committees**

Section 1 —This club’s committees, as stipulated in the Standard Rotary Club Constitution, shall be:

1. Club administration
2. Membership
3. Public image
4. Rotary Foundation
5. Service projects
6. Youth programs (i.e., Wickenburg Interact Club)

Section 2 — The club president is an ex officio member of all committees and, as such, shall have all of the privileges of committee membership.

Section 3 — Except where specific authority is given by the board, committees shall not take action until a report has been made and approved by the board. The club president and/or the board may refer specific items to a committee as needed.

Section 4 – Each committee’s chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

**Article 9 Finances**

Section 1 — Prior to the start of each fiscal year, the treasurer shall prepare and present an annual budget of estimated income and expenditures to the board for approval.

Section 2 — The treasurer shall deposit club funds in a financial institution or institutions designated by the board, divided into two accounts: one for club operations and one for service projects.

Section 3 — Bills shall be paid by the treasurer or another individual authorized by two other officers or directors

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

Section 5 —Club members will receive an annual financial statement of the club.

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

**Article 10 Method of Electing Members**

Section 1 — A member proposes a candidate for membership of the club to the board or another club proposes one of its transferring or former members.

Section 2 — The board shall approve or reject the candidate’s membership application within 30 days upon receipt and notifies the proposed member of its decision.

Section 3 — If the board approves the candidate’s membership application, the prospective member is invited to join the club.

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**Article 11 Amendments**

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 21 days before the meeting at which action is to be taken, having a quorum present for the vote, and having two-thirds of those members vote for 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 this 11th day of February 2020.

Attest:

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Ronald L. Klaphake

Club Secretary

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