



Rotary Club of Sandpoint By-Laws

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. R.I.: Rotary International
5. Year: The twelve-month period that begins on 1 July and ends June 30 of the following calendar year.
6. Quorum: 50% plus 1 member represents both a quorum of the Club and the Board of Directors.
7. Notice: Notices required to be given in writing may be delivered by US Mail, email, other electronic media, distribution at meetings, or by hand.

Article 2 Board

The governing body of this club shall be the Board consisting of fourteen (14) members of this club: nine (9) Directors, elected in accordance with Article 3, Section 1 of these bylaws; the President; President-Elect; Secretary; Treasurer; and immediate past President.

Article 3 Election of Directors and Officers

Section 1 - Two months prior to the meeting for election of officers, the President-Elect shall appoint a nominating committee consisting of three (3) immediately available past Presidents and the current President. The committee is charged with assembling a slate of officers and directors for election. Included in this slate will be the President-Elect, Secretary, Treasurer and three (3) Directors for the ensuing term. The three (3) Directors will each serve three (3) year terms. This slate will be presented to the general membership one month before the election held during the annual meeting in December. At this time nominations will be accepted from the floor with the proviso that the nominees agree to serve in the office for which she/he is nominated. No officer shall serve more than three consecutive terms.

During the annual meeting, a quorum of members being present, the slate of all nominees will be presented again. The election will be held with printed ballots; however, if there are no contested positions, the vote may be taken by voice vote. The members receiving a majority of the votes shall be declared elected to the respective offices and will take such positions at the beginning of the next Rotary year. No one person may hold more than one position on the board.

Section 2 - The officers and Directors, so elected, together with the immediate past President shall constitute the board for the ensuing year.

Section 3 - A vacancy in the board or any office shall be filled by action of the current Board of Directors.

Section 4 - A vacancy in the position of any officer-elect or Director-elect shall be filled by action of the current Board of Directors.

Article 4 Duties of Officers

Section 1 - President. It shall be the duties 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 and to perform such other duties as may be prescribed by the President or the Board.

Section 3 - Secretary. It shall be the duty of the Secretary to:

- Keep membership records including new member applications, Leave of Absence requests, resignations and other records pertaining to membership;
- Record attendance at meetings;
- Record and preserve the minutes of meetings of the Board of Directors;
- Provide all reports as required by RI,
- Report changes in membership, including additions and resignations or removals;
- Provide the monthly attendance report, which shall be made to the District Governor within 15 days of the last meeting of the month;
- Provide information for the Treasurer to pay RI and District dues, and The Rotarian magazine subscriptions;
- Obtain the proper induction materials (name badge, Rotary pin, Certificate of Membership, etc.) for all new members;
- Perform other duties as usually pertain to the office of Secretary.

Section 4 - Treasurer. It shall be the duty of the Treasurer to have custody of all funds, accounting for it to the club monthly and at any other time upon demand by the Board, be an active member of the Finance Committee, and to perform other duties as pertains 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, all current and past financial records, and any other club property.

Section 5 – Meal Credits. The President, Secretary and Treasurer will receive regular weekly meeting meal credits during their term.

Article 5 Meetings

Section 1 - Annual Meeting. An Annual Meeting of this club shall be held on a December date set by the Board, 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 Wednesday at 12:00 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, Sections 3 & 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 Standard Rotary Club Constitution, Article 8, Sections 1 & 2.

Section 3 - Regular meetings of the Board shall be held monthly as determined by the board. Special meetings of the Board shall be called by the President, whenever deemed necessary, or upon a request of two (2) Directors, due notice having been given. Special, single issue meetings may be conducted electronically via email or other electronic media.

Article 6 Fees and Dues

Section 1 - The admission fee shall be as set by the Board to be paid before the applicant can qualify as a member.

Section 2 - The membership dues shall be as set by the Board, payable quarterly with the understanding that a portion of each payment shall be applied to each member's subscription to the official RI magazine, The Rotarian.

Article 7 Method of Voting

The business of this club shall be transacted by *viva voce* vote, excepting the election of directors and officers at the Annual Meeting, with the exception noted in Article 3, Section 1, Paragraph 2. The Board may determine that a specific resolution be considered by ballot rather than *viva voce* vote.

Article 8 Five Avenues of Service

Rotary's Five Avenues of Service are the philosophical and practical framework for the work of this Rotary club.

Club Service, the first Avenue of Service, involves action a member should take within this club to help it function successfully.

Vocational Service, the second Avenue of Service, has the purpose of promoting high ethical standards in businesses and professions, recognizing the worthiness of all dignified occupations, and fostering the ideal of service in the pursuit of all vocations.

The role of members includes conducting themselves and their businesses in accordance with Rotary's principles.

Community Service, the third Avenue of Service, comprises varied efforts that members make, sometimes in conjunction with others, to improve the quality of life of those who live within the club's locality or municipality.

International Service, the fourth Avenue of Service, comprises those activities that members do to advance international understanding, goodwill, and peace by fostering acquaintance with people of other countries, their cultures, customs, accomplishments, aspirations, and problems through reading and correspondence and through cooperation in all club activities and projects designed to help people in other lands.

Youth Service, the fifth Avenue of Service, recognizes the positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects and exchange programs that enrich and foster world peace and cultural understanding.

Article 9 Committees

Club committees are charged with carrying out the annual and long range goals of the club based on the Five Avenues of Service. The President-Elect, President and immediate past President should work together to ensure continuity of leadership and succession planning. 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. 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: Activities associated with the effective operation of the club:

Finance Committee: This committee is to provide support to the Club in all operational financial activities.

Programs Committee: This committee is in charge of scheduling programs for the weekly Club meetings.

Duty Assignment/Event Planning Committee: This committee is in charge of assigning duties (e.g., raffle prize, Greeter, invocation, other tasks) for regular Club meetings, and also planning and executing major events (e.g. the summer and winter parties).

Service Projects: The what and how of the Club's service:

Community Service: This committee will develop and implement educational, humanitarian, vocational and other community projects that will enhance the community in which we live.

International Service: This committee will develop and implement projects and support projects in other countries that meet the goals of RI and the Club.

Fundraising Committee: This committee will oversee the various fundraising efforts performed by the Club; supporting the efforts of the subcommittees.

The Rotary Foundation: This committee will develop and implement plans to support the Rotary Foundation through financial contributions and program participation.

Youth Service: Overseeing the Club's participation in activities benefiting young people (e.g. scholarships, RYLA, Interact, Youth Exchange):

Scholarship Committee: This committee is charged with advertising Rotary scholarships, gathering the applications; selecting and interviewing candidates; awarding and presenting scholarships, and hosting the Club's scholars at a Club meeting.

RYLA: This committee will serve to advertise and promote the Rotary Youth Leadership Awards and select candidates to attend RYLA functions.

Interact: This committee will support the promotion and an activity of the Club's affiliated Interact Club(s).

Youth Exchange: This committee will support and promote Youth Exchanges, inbound and outbound, for our community.

Strategic Planning: Continuously reviews the Club's Vision and progress in attaining the goals set by the Club. The committee reports directly to the Board of Directors and consists of the current President, President-Elect, President-Elect-Elect, and Past Presidents -0, -1, -2 and -3.

Additional ad hoc committees may be appointed as needed.

- (a) The President shall be an ex-officio member of all committees and, as such, shall have all the 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.
- (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 committee activities.

Article 10 Duties of Committees

The duties of all committees shall be established and reviewed by the President for his/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 the 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 and Senior Exempt Status

Section 1 - Upon written application to the Board, setting forth good and sufficient cause, leave of absence may be granted by the Board excusing a member who is in good financial standing, from attending the meetings of the club for a specified length of time, from three weeks to 12 months. The member will continue to pay Club dues, but not be charged for meals.

Section 2 – Senior Exempt Status will be granted to members that have been members of the Rotary Club of Sandpoint for twenty (20) continuous years or whose age plus the number of years in Rotary International equal eighty-five (85). Status will be granted to those members who qualify by the beginning of the Rotary year (July 1st).

Senior Exempt Members will pay club dues but will only be charged meals for meetings attended. Qualifying members will be charged the full amount of meals for the billing quarter but will receive credit for any meals missed in the following quarterly invoice. The member's attendance record will not be affected by meetings missed.

Article 12 Finances

Section 1 - Prior to the beginning of each fiscal year, the Finance Committee, shall, at the bequest of the President-Elect, prepare a budget for Board approval of estimated income and expenditures for the year.

Section 2 - The Treasurer shall deposit all club funds in banks named by the Board.

Section 3 - All bills shall be paid by the Treasurer or other authorized officer only when approved by one other officer.

Section 4 - A thorough review of all financial transactions shall be made once each year.

Section 5 - Officers having charge or control of club funds shall give bond if required by the Board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 - The fiscal year of this club shall extend from 1 July to 30 June, and for the collection of members' dues shall be divided into four (4) quarterly periods extending from 1 July to 30 September; from 1 October to 31 December; from 1 January to 31 March; and from 1 April to 30 June. The payment of per capita dues to the district and Rotary International shall be made when due.

Section 7 – The Finance Committee will support the Club in the following areas: Budgeting, review of financial statements, review of internal controls, preparation of analytical spreadsheets, review of software, review of accounts receivable aging reports, and other financial matters as needed or requested by the Treasurer or the Board.

The Finance Committee will be comprised of the President, Past-President, President-Elect, Treasurer and two other members appointed by the President. The committee will meet at least once each quarter.

Article 13 Method of Electing Members

There are multiple categories of active membership. Types of active members:

- a) An "individual member" is a singular person being considered for membership.
- b) A "corporate member" is a singular person being considered for membership under a corporate "banner" who can designate up to 2 "alternates" to participate in Club activities. The member individual should be a senior officer, owner or manager of the Corporation, company, or professional firm.
- c) Other types (such as Family Memberships) as determined by the Board.

Section 1 - The name of a prospective member, proposed by an active member of the Club, shall be submitted to the Board in writing by the Club Secretary, after appropriate vetting by the Membership Committee, A transferring or former member of another Club may be proposed to active membership by the former Club. The proposal of a new member shall be kept confidential except as otherwise provided in this procedure.

Section 2 - The Board shall ensure that the proposal meets all membership requirements of the Standard Rotary Club Constitution.

Section 3 - The Board shall approve or disapprove the proposal within 30 days of its submission and shall notify the proposer, through the Club Secretary, of its decision.

Section 4 - If the decision of the board is favorable the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification to be published to the club.

Section 5 - If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of name and classification of the prospective member, that person, upon payment of the admission fee (if not honorary membership) as prescribed in these bylaws, shall be considered to be elected to membership.

Section 6 - Following the election, the President shall arrange for the new member's induction into the Club. In addition, the Secretary will report the new member information to RI and the District, 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 Standard Rotary Club Constitution, honorary members proposed by the Board. Honorary members are not recorded as Active Members for RI reporting purposes, nor do they pay dues, nor may they vote on Club matters. If they attend a meeting they will have to pay for their meals unless hosted by the Club or a member of the Club.

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 for Regular Meetings

- Meeting called to order
- Introduction of visitors
- Correspondence, announcements, and Rotary information
- Committee reports, if any
- Any unfinished business
- Any new business
- Address of other program features
- Adjournment

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 written notice of such proposed amendment shall have been delivered to each member of the Club at least ten (10) days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the Standard Rotary Club Constitution and with the Constitution and bylaws of RI.

These bylaws were formally adopted by the Rotary Club of Sandpoint at a regular meeting held on Nov 2nd, 2016.

Attestation:



 President
 Dyno Wahl



 Secretary
 Mitzi Hawkins