

BYLAWS

Petoskey Sunrise Rotary Club of Michigan

Article 1 – Definitions

As used in these bylaws, unless the context otherwise clearly requires, the words in this document shall have the following meanings:

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 when a vote is taken. For club decisions a quorum is defined as one-third of the club's members. For board of director decisions a quorum is defined as a majority of the directors.
5. RI: Rotary International.
6. Year: The 12-month period that begins on July 1st.

Article 2 – Board

The governing body of this club is its Board of Directors, consisting of, at a minimum;

- President
- Immediate Past President
- President-Elect
- Secretary
- Treasurer
- Directors - 2

The officers listed above are required to be members of the club board.

Article 3 – Elections and Terms of Office

Section 1 – Process of selecting the President Elect – Elect

- In November the current Club President appoints a nominating committee consisting of at least two past Club Presidents. They will coordinate the nomination process and offer the final nominee to the club for the official vote of approval. In December, the nominating committee will distribute via email a list of all eligible club members with instructions asking each current club member to select one person to nominate as President-Elect-Elect. Nominations are open for two weeks.
- All club members in good standing who have not previously served as club President are eligible for election as President-Elect-Elect, providing that if no eligible club member is willing to serve, then all past presidents will be eligible to serve a second term as President. In the case no one is willing to serve, another ballot will be sent out including all the Past Presidents and the same procedure as above would be followed.
- Once the nominations are closed, the nominating committee tabulates the nominations in the order of the most – least nominations. At this point they

confidentially approach the person with the most nominations and ask if they would be willing to serve. If yes, the process ends. If no, they continue down the list in numerical order until they have a nominee willing to serve.

- In the event of a tie for the highest votes, the candidates will be approached in order of seniority with the club.
- At this point the nominating committee presents the President-Elect-Elect nominee at a meeting for a vote of approval.
- In the event the club does not approve the nominee presented, the process will be repeated.
- The President Elect – Elect will take position of President Elect on July 1st of the coming year.

Section 2 — Process of electing other officers and board members

- The President Elect will chair a team consisting of the current Club President, and the President Elect-Elect to determine which (if any) club positions will need to be filled for the coming Rotary year. This is determined by term limits and interest.
- If vacancies are determined for board members, the team will use the nomination results from the President-Elect-Elect process to determine which club members could/should/would be approached to serve as a board member.
- If vacancies are determined for Secretary and/or Treasurer, the team will review the total club roster (including Past Presidents) and recruit replacement.
- The committee would present the slate of new candidates to the Board for consensus and then the slate is presented at the next club meeting for vote.

Section 3 — If any officer or board member vacates their position, the remaining members of the board will appoint a replacement to finish the term of the person leaving. This partial term would not count towards the term limit.

Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of office are as follows, provided that a term of office shall continue until a successor is duly elected or appointed and takes office:

- President — one year
- Immediate Past President – one year
- President Elect — one year
- Treasurer — two ~~one~~ years
- Secretary — two ~~one~~ years
- Director — two years

Article 4 – Duties of Officers

Section 1 — The President presides at club and board meetings.

Section 2 — The immediate Past President serves as a Director on the club board.

Section 3 —

- The President-Elect prepares for his or her year in office and serves as a Director on the club board.
- The President-Elect presides at club and board meetings when the President is absent.
- The President-Elect chairs the board nominating committee

Section 4 — Directors attend club and board meetings.

Section 5 — The Secretary takes minutes at all board meetings, keeps membership and attendance records.

Section 6 — The Treasurer oversees all funds, provides an annual accounting of them, and chairs the Finance Committee.

Article 5 - Meetings

Section 1 — An annual meeting of this club is held no later than 31 December to elect the President Elect who will serve for the next Rotary year.

Section 2 — This club meets as follows: 7:30 AM every Tuesday at Beard's Brewery, 215 E. Lake Street, Petoskey, MI 49770. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 — Board meetings are held on the third Tuesday of each month. Special meetings of the board are called with reasonable notice by the president or upon the request of two Directors.

Article 6 – Dues

Annual club dues are \$275, subject to change by the Board.

They are invoiced on July 1st of each year. It is expected each member will pay the invoice upon receipt. Payment plans may be arranged with the club Treasurer.

Annual club dues include RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.

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. The board may also provide a ballot for a vote on resolutions.

The Board of Directors vote by consensus. If consensus cannot be met, then a motion should be made, with support and a voice vote of the directors.

Majority of those voting is needed to pass a motion, except where otherwise noted.

Article 8 – Committees

Section 1 – Club committees coordinate their efforts to achieve the club’s annual and long-term goals. Committees may be appointed as needed, by the president. Each club should have at least the committees listed in article 13, section 7, of the Standard Rotary Club Constitution, including:

- Club Administration
- Membership
- Public Image
- Rotary Foundation
- Service Projects

Section 2 – The president is an ex officio member of all committees and, as such, has all the privileges of membership.

Section 3 – 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 – Before each fiscal year starts, the ~~board~~ finance committee prepares an annual budget of estimated income and expenditures for board approval at the June meeting.

Section 2 – The treasurer deposits 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 and charitable giving.

Section 3 – Bills are paid by the treasurer or another authorized officer.

Section 4 – The finance committee performs a review of all disbursements on a quarterly basis and then conducts a thorough annual review of all financial transactions.

Section 5 – Club members will receive an annual financial statement of the club by the end of July.

Section 6 – The fiscal year is from July 1st to June 30th.

Article 10 – Method of Electing Club Members

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

Section 2 – Membership chair will notify all members for any objections.

Section 3 – The board approves or rejects the candidate’s membership within 30 days and notifies the proposing member of its decision.

Section 4 — If the candidate’s membership is approved, the prospective member is invited to join the club.

Article 11 – Amendments

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending email notice with a copy of the amended bylaws to each member 10 days before the meeting, having a quorum present for the vote, and having two-thirds of the votes support the change. Change to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Adopted 3 December 1997 – v1 03/1997
Amended 21 February 2023