**Bylaws of the Rotary Club**

**Of**

**Boardman, Ohio, USA**

**Article I**

**Election of Officers**

Section 1

 At a regular meeting one month prior to the meeting for election of officers, the Presiding Officer shall ask for nominations by the Nominating Candidate for President, Vice-President, Secretary and Treasurer. At that time, the candidates recommended by the Committee for each office shall be nominated. Additional candidates for any given office will also be nominated by the Committee provided that prior to the meeting the Committee received a request signed by not less than five (5) active, senior active, and/or past service members nominating an individual for any given office.

Section 2

 The Officers and Avenue Directors, together with the immediate Past President shall constitute the Board of Directors. The Board may elect some member of the Club to act as Sergeant-at-Arms.

Section 3

 A vacancy in the Board of Directors or any office shall be filed by the action of the remaining members of the Board.

Section 4

 A vacancy in the position of any officer-elect shall be filed by action of the remaining members of the officers-elect.

**Article II**

**Board of Directors**

 The governing body of this Club shall be the Board of Directors as selected in accordance with Article I of these Bylaws.

**Article III**

**Duties of Officers**

Section 1

President

 It shall be the duty of the President to preside at meetings of the Club and Board and to perform such other duties as ordinarily pertain to the office of President.

Section 2

Vice-President

 It shall be the duty of the Vice-President to preside at meetings of the Club and Board in the absence of the President, and to perform other such duties as ordinarily pertains to the office of Vice-President. In addition, the Vice-President shall be President of the Boardman Rotary Foundation.

Section 3

Secretary

 It shall be the duty of the Secretary to keep the records of membership; record the attendance at meetings; send out notices of meetings of the Club, Board and committees; record and preserve the minutes of the such meetings; make the required reports to RI, including the semiannual reports of membership, which shall be made to the General Secretary of RI on 1 January and 1 July of each year, and including prorated reports to the General Secretary on 1 October and 1 April of each active, senior active, and past service members who has been elected to membership in the Club since the start of the July or January semiannual reporting period; the report of changes in membership, which shall be made to the General Secretary of RI; the monthly report of attendance at the Club meetings, which shall be made to the District Governor immediately following the last meeting of the month; collect and remit to RI subscriptions to *THE ROTARIAN*; and perform such other duties as usually pertain to the offices of Secretary.

Section 4

Treasurer

 It shall be the duty of the Treasurer to have custody of all funds, accounting for same to the Club annually and at any other time upon demand by the Board, and to perform such others 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. The treasurer shall make a monthly report to the Board. The Treasurer’s reports shall be made available to the general membership on a monthly basis.

Section 5

Past-President

 The duties of the Past President shall be head of the Nominating Committee and perform such other duties as may be prescribed by the President or the Board

**Article IV**

**Meetings**

Section 1

Annual Meeting

 An annual meeting of this Club shall be held on the first Tuesday in December in each year, at which time the election of officers to serve for the ensuing year shall take place. The Officers elected shall assume office on the first day of July immediately following the elections.

Section 2

Regular Meeting

 The regular weekly meetings of this Club shall be held on Tuesday, 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 by the Board of the Directors of this Club, pursuant to article VII, Section 3 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 percent (60%) of the time devoted to regular meeting, either at this Club or at any other Rotary club.

 Rotary International, District, Boardman Rotary sponsored or planned functions, activities and other events as announced by the President are considered as approved make-ups.

 When scheduling programs for each regular meeting, the following policies apply:

A . No speaker shall come before the club for the purpose of selling or advertising any services or products;

B. No candidate for political office shall come before the Club, as it is the policy of this Club not to endorse or recommend any candidate for public office or to discuss at any Club meeting the merits or demerits of any such candidate.

C. No speaker shall come before the Club to discuss a controversial issue pending in the community.

Section 3

Quorum of Membership

 One-third of the membership shall constitute a quorum at the annual and regular meetings of this Club.

Section 4

Date of Meeting

 Regular meetings of the Board shall be scheduled each month on a date and time to be determined by the Board. Special meetings of the Board shall be called by the President, whenever deemed necessary, or upon the request of two (2) members of the Board, due notice having been given.

Section 5

Quorum of the Board

 A majority of the Board members shall constitute a quorum of the Board.

**Article V**

**Fees and Dues**

Section 1

 The initiation fee as determined by the Board shall be paid before an applicant for membership qualifies as a member.

Section 2

 The annual membership dues as recommended by the Board and approved by the membership shall be payable semi-annually on the first day of June and first day of December.

**Article VI**

**Method of Voting**

 The business of this Club shall be transacted by voice vote except the following, which shall be by ballot:

1. In the event of a contested election.
2. At the option of the President.
3. Upon majority vote of those members present.

**Article VII**

**Duties of Avenues of Service**

Section 1

 The President shall, subject to the approval of the Officers, appoint the following Avenues of Service Directors in which there shall be no more than two (2) per Avenue of Service:

1. Club Avenue of Service
2. Vocational Avenue of Service
3. Community Avenue of Service
4. International Avenue of Service

Section 2

Club Avenue of Service

 This Avenue of Service shall devise and carry into effect plans, which will guide and assist the members of this Club in discharging their responsibilities in matters relating to Club Service. The Director(s) of Club Service shall be responsible for regular meetings of the various committees and shall report to the Board on all Club Service activities. It is the Director’s responsibility to appoint committees as deemed necessary for in-club activities. It is the Director’s responsibility to prepare a budget for each fiscal year.

1. Classifications Committee.

This Committee shall, as early as possible, but no later than 31 August of each year, make a classification survey of the community; shall compile from the survey a roster of filled and unfilled classifications, applying the classification principle; shall review, where necessary, existing classifications represented in the Club; and shall counsel with the Board on all classification problems.

This Committee shall also review continually the Club roster of filled and unfilled classifications and shall take positive action to initiate and present to the Board the names of suitable persons to fill unfilled classifications.

1. Club Bulletin Committee.

This Committee shall endeavor, through the publishing of a club bulletin, to stimulate interest and improve attendance, announce the program of forthcoming meetings, relate high-lights of previous meetings, promote fellowship, contribute to the Rotary education of all members, and report news of the Club, of its members and of the worldwide Rotary program.

1. Fellowship Activities Committee.

This Committee shall promote acquaintance and friendships among members, promote participation by members in organized Rotary recreational and social activities, and do such work in pursuance of the general object of the Club as may be assigned by the President or the Board. It is the responsibility of the Fellowship Chairman to ensure that the member who is responsible for meeting fellowship is present at his stated meeting.

1. Membership Committee.

This Committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing and general eligibility of all persons proposed for membership and shall repot their decisions on all applications to the Board.

This Committee shall also inform prospective members about the privileges and responsibilities of Rotary club membership; keep members informed about the history, object and activities of the Rotary at all levels; and oversee the orientation of new members during their first year in the Club.

1. Program Committee.

This Committee shall prepare and arrange the programs for the regular and special meetings of the Club.

1. Public Relations Committee.

This Committee shall devise and carry into effect, plans (1) to give the public general information about rotary, its history, object and scope; and (2) to secure proper publicity for the club.

Section 3

Vocational Avenue of Service

 This Avenue of Service shall devise and carry into effect plans which will guide and assist the members of this Club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The Director(s) of Vocational Service shall be responsible for the Vocational Service activities of the Club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of Vocational Service. Club members sharing their professional experiences with students in our community is an important phase of this Avenue of service

 The Director(s) of Vocational Service will present all requests for donations to the Board of Directors at each monthly Board meeting. If the Board approves a donation, it is the responsibility of the Director(s) to present the donation to the Club for a full vote. It is also the responsibility of the Director(s) to ensure that the Treasurer is informed to process the payment and to inform the requester that the donation has been approved and to make payment arrangements.

Section 4

Community Avenue of Service

 This Avenue of service shall devise and carry into effect plans which will guide and assist the members of this Club in discharging their responsibilities in their community relationships. The Director(s) of Community Service shall be responsible for the Community Service activities of the Club and shall supervise and coordinate the work of any committees that may be appointed on a particular phases of Community Service.

 The Director(s) of Community Service will present all requests for donations to the Board of Directors at each monthly Board meeting. If the Board approves a donation, it is the responsibility of the Director(s) to present the donation to the Club for a full vote. It is also the responsibility of the Director(s) to ensure that the Treasurer is informed to process the payment and to inform the requester that the donation has been approved and to make payment arrangements.

Section 5

International Avenue of Service

 This Avenue of Service shall devise and carry into effect plans which will guide and assist the members of this Club in discharging their responsibilities in matters relating to International Service. The Director(s) of International Service shall be responsible for International Service activities of the Club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of International Service.

 The Director(s) of International Service will present all requests for donations to the Board of Directors at each monthly Board meeting. If the Board approves a donation, it is the responsibility of the Director(s) to present the donation to the Club for a full vote. It is also the responsibility of the Director(s) to ensure that the Treasurer is informed to process the payment and to inform the requester that the donation has been approved and to make payment arrangements.

**Article VIII**

**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 meetings of the Club for a length

of time not to exceed two (2) months. The Board may extend a leave of absence upon the showing of good cause. A leave of absence does not exempt and individual from payment of all dues and other charges, and the leave affects perfect attendance.

**Article IX**

**Finances**

Section 1

 The Treasurer shall deposit all funds of the Club in a financial institution to be designated by the Board.

Section 2

 All payments shall be made by check signed by the Treasurer upon presentation of proper documentation as determined by the Board. Personal reimbursements must be pre-approved by an Officer. Checks in excess of $10,000 shall require the signature of two (2) Officers.

Section 3

 Officers having charge or control of funds shall give bond as may be required by the Board for the safe custody of the funds of the Club, cost of bond to be borne by the Club.

Section 4

 The fiscal year of the Club shall extend from July 1 to June 30, and for the collection of members’ dues shall be divided into two (2) semiannual periods extending from July 1 to December 31, and from January 1 to June 30.

Section 5

 At the beginning of each fiscal year, the board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year for the Club Service which shall be approved by the members of this Club. Unanticipated expenditures in excess of $500.00 shall be brought to the membership for approval. Charitable contributions in excess of $300.00 shall be put to the Club for vote and approval. Charitable contributions in excess of $2,000.00 shall require two (2) votes.

Section 6

 At the beginning of each fiscal year, the President shall appoint a Financial Coordinator from the active Past Presidents, whose duties shall include assisting the Treasurer, fundraising chairpersons, project directors, Avenue Directors and committee chairmen form their budgets and prepare project reports. The Financial Coordinator is to report at each Board meeting and is a non-voting Board member.

Section 7

 A thorough review by a certified public accountant or other qualified person shall be made once each year of all the Club’s financial transactions.

**Article X**

**Method of Electing Members**

Section 1

 The name of a prospective member, proposed by an active, senior active or past service member of the Club, shall be submitted to the Membership and Classifications Committees. The proposal for the time being shall be kept confidential except as otherwise provided in this procedure.

Section 2

 The Membership and Classifications Committees shall ensure that the prospective member meets all the classification and membership requirements of the Constitution and Bylaws, and thereafter will submit the application to the Board.

Section 3

 The Board shall approve or disapprove the prospective member within thirty (30) days of the receipt of the application.

 After approval by the Board, the prospective member and classification information will be published in the Club Bulletin.

Section 4

 If no written objection to the proposal, stating reasons, is received by the Board from any member (other than honorary) of the Club within ten (10) days following the date of the publication of the perspective member, the perspective member will proceed with orientation conducted by the Membership Committee. Thereafter, upon payment of the initiation fee and dues he/she shall be considered to be approved for membership.

 If an objection is filed with the Board, it shall vote on its matter at its next meeting. The Board, by majority vote, will approve or disapprove the application.

Section 5

 Following the approval, the President shall arrange for the induction of the new member; the Club Secretary shall report the new member to RI, and the Membership Committee shall

provide appropriate literature for presentation at the induction and assign a member to assist the assimilation of the new member.

Section 6

 If any member, including an officer or Director, is approached to propose an individual for membership unknown to him or her the individual’s name shall be submitted to the Membership and Classification Committees for their review and action. If the Committees deem it appropriate, the Chairman of either the Membership or Classifications Committee will propose the individual for membership.

**Article XI**

**Resolutions**

 The Club shall not consider any resolution or motion to commit this 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 XII**

**Old Business**

 The order of business at each meeting shall be substantially as follows:

 Meeting called to order.

 Introduction of visiting Rotarians.

 Correspondence and announcements.

 Any unfinished business.

 Committee Reports, if any.

 Fellowship.

 Address or other program features.

 Any new business.

 Adjournment.

**Article XIII**

**Rules of Procedure**

Unless amended herein, the business of this Club will be conducted in accordance with Roberts Rule of Order.

**Article XIV**

**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 to each member 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 Club Constitution and with the Constitution and Bylaws of RI.

 These Bylaws were approved by a majority vote of the membership at the meeting held on the \_\_\_\_\_ day of the \_\_\_\_\_\_\_, 2001.