

BYLAWS

Of the

ROTARY CLUB

Of

CONCORD, NEW HAMPSHIRE

Effective: July 1, 1983

Adopted: April 4, 1983

Revised: June 23, 2015; May 28, 2013; June 21, 2011; August 15, 2002;
September 10, 2000; February 20, 1996

Article 1 Definitions

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors either by office or elected.
3. Member: A dues paying member, other than an honorary member, of this club.
4. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.

Article 2 Board of Directors

Section 1 – The Board. The governing body of this Club shall be the Board of Directors, consisting of thirteen (13) members of this Club, seven of whom shall be the “Officer Directors” provided for in Section 2 below and six of whom shall be “Elected Directors,” elected as provided for in Section 3 below.

Section 2 - The Officer Directors. The following persons who are Officers of the Club shall be members of the Board of Directors as Officer Directors:

- President
- Immediate Past President
- President-Elect
- Vice-President
- Secretary
- Treasurer
- Sergeant-at-Arms

Section 3 - The Elected Directors. In addition to the foregoing Officer Directors, six members of the Club shall serve as Elected Directors.

Section 4 –Term of Elected Directors. The term of each Elected Director shall be three (3) years and shall continue until the Elected Director’s successor shall be elected and qualify. Terms shall be staggered so that the terms of two Elected Directors expire each year.

Section 5 – Limit on Terms of Elected Directors. An Elected Director may be elected for multiple terms but may not serve more than six (6) consecutive years plus any time served in filling an appointment to serve out another individual’s unexpired term under Section 3 of Article 3.

Article 3 Election of Officers and Directors

Section 1 – At a regular meeting one month prior to the annual meeting for election of officers and directors, the presiding officer shall ask for nominations for:

- President
- President-Elect
- Vice-President

- Secretary
- Treasurer
- Sergeant-at-Arms
- The Elected Directors to be elected to fill vacancies of the elected members of the Board of Directors occurring as a consequence of the expiration of the staggered terms of the elected members of the Board which are provided for in Article 2.

The nominations may be presented by the Governance Committee or by members from the floor. The nominations duly made shall be voted on at the Annual Meeting.

The candidates for President, President-Elect, Vice President, Secretary, Treasurer, Sergeant-at-Arms, and for Elected Directors who receive the greatest number of the votes cast for such offices and for the position of Elected Directors shall be declared elected to their respective offices and as Elected Directors.

The then-current President will automatically become the Immediate Past President at the beginning of the next Rotary Year. The Elected Directors whose terms are not expiring shall continue in their seats until their terms expire.

Section 2 – Nominations for the positions of Assistant Secretary and Assistant Treasurer will be presented by the Governance Committee or by any member from the floor in like manner as outlined in Section 1 and at such times as understudies are deemed appropriate for the offices. Candidates who receive the greatest number of the votes cast shall hold these positions. Persons holding these positions are not included on the Board of Directors and will not have voting privileges relative to Board activities, unless they are substituting for the Secretary and the Treasurer .

Section 3 – A vacancy in the Board or any office, or in the position of any Officer-Elect or Director-Elect, shall be filled by action of the remaining members of the Board of Directors, with the new Officer or Director to occupy the position, and to hold the term of the office or directorship, of the person whose vacancy is being filled.

Article 4 Duties of Officers

Section 1 – *President*. It shall be the duty of the president to preside at meetings of the club and the board and to perform other duties as ordinarily pertains to the office of president.

Section 2 – *Immediate Past President*. It shall be the duty of the immediate past president to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 3 – *President-elect*. It shall be the duty of the president-elect to serve as a director and to preside at meetings of the Club and Board in the absence of the President, and to perform such other duties as ordinarily pertains to this office.

Section 4 – *Vice-President*. It shall be the duty of the vice-president to serve as coordinator of *ALL* Club fund raising projects and to perform other duties as ordinarily pertain to the office of vice-president.

Section 5 – *Secretary*. It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 July and 1 January of each year, which shall include per capita

dues for all members and prorated dues for active members who have been elected to membership in the club since the start of the July or January semiannual reporting period; report changes in membership; provide the monthly attendance report, which shall be made to the district secretary within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

Section 6 – Treasurer. It shall be the duty of the treasurer to have custody of all funds, accounting for it to the club annually and at any other time upon demand by the board, 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, or any other club property.

Section 7 – Sergeant-at-Arms. The duties of the sergeant-at-arms shall be to keep order during meetings, provide information and direction for visitors, levy and collect any fines for violation of rules as prescribed by the Board, collect “Happy Dollars” and other duties as may be prescribed by the president or the board.

Article 5 Meetings

Section 1 – Annual Meeting. An annual meeting of this club shall be held in conjunction with a club meeting in December in each year, 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 Tuesday at 12:15 PM. Due notice of any changes in or canceling of the regular meeting shall be given to all members of the club either through the weekly bulletin where time permits and/or electronically through the club email service. All members excepting an honorary member (or member excused pursuant to 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 9, sections 1 and 2.

Section 3 – One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4 – Unless otherwise determined by the President and with the consent of the Board of Directors, regular meetings of the Board shall be held each month at a date, time and place convenient to the members of the Board of Directors, such date and time to be announced, either in weekly bulletin or electronically through the club email service, to the club at least one week prior to the scheduled meeting. Special meetings of the board may 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 – A majority of the directors shall constitute a quorum of the board.

Article 6 Fees and Dues

Section 1 – The admission fee shall be established by the Board and must be paid before the applicant can qualify as a member, except as provided for in the standard Rotary club constitution, article 11.

Section 2 – The membership dues duly established by the Board shall be paid annually prior to the first day of July. New members who join during the year will pay pro-rated dues based on the number of months remaining in the Rotary year. A portion of the member’s dues payment shall be applied to each member’s subscription to the RI official magazine.

Section 3 – Rotarians transferring from another Rotary club, having paid their dues to that club,

shall not have to pay any additional dues to cover the period for which dues have been already paid.

Article 7 Method of Voting

The business of this Club shall be transacted by voice vote except as may be requested by the majority of the membership present. The board may determine that a specific resolution be considered by ballot rather than by voice vote.

Article 8 Avenues of Service

The Avenues of Service are the philosophical, functional and practical framework for the work of this Rotary club. Club Service, Vocational Service, Community Service, International Service, and New Generations Service shall constitute the Avenues of Service as Prescribed by RI and this club shall be active in each Avenue or area.

Article 9 Committees/Task Teams

Club committees are charged with carrying out the annual and long-range strategic goals of the club. Task Teams are workgroups assembled to address short terms needs or goals of the Club or committees. The president-elect, president, and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for three years to ensure consistency. The president-elect is responsible for appointing committee or Task Team members to fill vacancies, appointing committee or Task Team chairs, and conducting planning meetings prior to the start of the year in office. Committee or Task Team chairs should have previous experience as a member of the committee or Task Team to which they are being assigned. Standing committees should be appointed as follows:

- A Governance Committee shall be composed of the current President, President-Elect, three (3) prior Presidents who are presently members of the Club and 6 other current club members. This committee shall be responsible for the future of the Club, including long-range planning, nominations and proposing changes to the club constitution and by-laws. Nominations shall not be bound by any requirements of ascendancy in presenting nominations.

Additional Yearly committees and Task Teams may be appointed as needed.

Article 10 Duties of Committees

The duties of all Committees and Task Teams for a Year shall be established and reviewed by the president for such Year, beginning during his or her president-elect year. In declaring the duties of each Committee and Task Team, the president shall reference appropriate RI materials and the Avenues of Service when developing plans for the year.

Each Committee and Task Team shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each program year for implementation during the course of the program year. It shall be the primary responsibility of the president-elect to provide the necessary leadership to prepare a recommendation for 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

Upon written application to the board, setting forth good and sufficient cause, leave of absence may be granted excusing a member from attending the meetings of the club for no longer than twelve months. *(Note: Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's attendance. Unless the member attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provisions of the Standard Rotary Club Constitution is not computed in the attendance record of the club.)*

Article 12 Finances

Section 1 – Prior to the beginning of each fiscal year, the board shall prepare a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board.

Section 2 – The Treasurer shall deposit all funds of the Club in a local branch of a qualified financial institution to be approved by the Board.

Section 3 – All bills shall be paid only by checks signed by the Treasurer, or by an Officer designated by the Board, or by a member of the Club duly authorized by the Board.

Section 4 – A thorough review of all financial transactions by a qualified person shall be made once each year.

Section 5 – Officers having charge or control of club funds shall give bond as 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 may be extended into the period from July 1 to September 30. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

Article 13 Method of Electing Members

Section 1 – Prospective members must be sponsored by an active member who will be responsible for completing the club's application form and for forwarding the completed application form to the secretary.

Section 2 – The secretary will forward copies of the completed application form to the president and to the membership chairman. The membership chairman will provide the prospective new member with an orientation covering all aspects of Rotary on a local, district, national, and international basis. The membership chairman will also assign a Rotary classification to the prospective new member and confirm that the prospective new member meets all of the membership requirements of the standard Rotary club constitution.

Section 3 – Upon completion of the orientation and classification assignment, the membership chairman will so notify the secretary and president. The president will circulate the completed application to the board of directors for approval. The board may vote on the proposal either at a board of directors meeting or by electronic mail through the club's electronic mail service circulated to all board members.

Section 4 – If the board approves the application, the secretary or the president will publish the prospective new member's name to the entire membership for approval through the club's electronic mail service. If no objections are raised within three (3) days following publication,

the prospective new member will be notified that his or her application has been approved.

Section 5 – Following approval, the president shall schedule an induction ceremony for the approved new member at the earliest practical date. The secretary will compile a new member package to be presented to the new member at the induction ceremony, and inform the new member of the dues amount owed, which the new member will pay as soon as practicable. The secretary will report the new member information to RI. The new member's sponsor will help the new member to assimilate into the club's activities and projects.

Section 6 – The membership chairman may waive the orientation step described in Section 2 in the case of former club members rejoining the club or transfers from other Rotary clubs. Rejoining or transferring members may reclaim their former classification if it is appropriate and available. Otherwise, a new classification will be assigned.

Section 7 – The club may elect honorary members consistent with established standards.

Article 14 Resolutions

The Club shall not consider any resolution or motion to commit the club on any matter until the Board has considered such matter. Such resolutions or motions, if offered at a club meeting, shall be referred to the Board without discussion.

Article 15 Club Meeting Order of Business

Meeting called to order.
Introduction of visitors.
Correspondence, announcements, and Rotary information.
Committee reports if any.
Any unfinished business.
Any new business.
Address or 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 notice of such proposed amendment shall have been made available 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 standard Rotary club constitution and with the constitution and bylaws of RI.