

Bellows Falls
Vermont
Rotary Club 6469 Bylaws
(Formerly 1551)

Chartered November 9, 1923

Rotary District 7870

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Article I Election of Directors and Officers

Section 1- The President shall appoint a nominating committee, at a regular meeting, on or before the first meeting in December each year. The nominating committee shall consist of the three immediate past presidents who retain membership in the Bellows Falls Rotary Club. The past president most recently in office shall be the chairman. This committee shall prepare a slate of nominations for the office of president, vice president, secretary, treasurer, and two directors. The nominating committee report will be presented at the annual meeting. The president shall call for nominations from the floor immediately following the nominating committee report. When the nominations are closed the election shall then be by paper ballot (or show of hands if positions are unopposed) and the nominee receiving the highest number of ballots, for the office for which nominated, shall be declared elected.

Note: The president elected in such balloting assumes the office of president-elect on the first day of July of that year. The president-elect automatically assumes the office of president on the first day of July following a year of service as president-elect.

Section 2- The president will appoint a member of the club as sergeant-at-arms.

Section 3- A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board of directors.

Section 4- A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining members of the board of directors-elect.

Article II Board of Directors

Section 1- The governing body of this club shall be the board of directors, elected in accordance with Article I, Section 1, of these bylaws. The board of directors consists of nine persons, namely the president, president-elect, vice president, secretary, treasurer, sergeant-at-arms, two directors and the immediate past president.

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 of directors, and to perform such 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 member of the board of directors, and to perform such other duties as may be prescribed by the president and the board.

Section 3- *Vice-President.* It shall be the duty of the vice-president to preside at meetings of the club and board of directors in the absence of the president, and to perform such other duties as ordinarily pertain to the office of vice-president.

Section 4- Secretary. It shall be the duty of the secretary to keep the records of membership, record and preserve the minutes of meetings, make the required reports to Rotary International (including the semiannual reports of membership, which shall be made to the general secretary of RI on January 1st and July 1st of each year). The secretary shall submit a report on changes of membership to RI, the monthly report of attendance at club meetings to the district governor immediately following the last meeting of the month, and perform such other duties as ordinarily pertain to the office of secretary.

Section 5- Treasurer. It shall be the duty of the treasurer to have custody of all funds, accounting for the same to the club quarterly and at any other time upon demand of the president or the board, collect funds and record attendance at meetings and special functions, and to perform such other duties as ordinarily pertain to the office of treasurer. Upon retirement from office, the treasurer shall turn over to the incoming treasurer, assistant treasurer or the president, all funds, books of accounts or any other club property in his/her possession.

Section 6- Sergeant-at-Arms. The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board.

Section 7- Immediate Past President. It shall be the duty of the immediate past president to serve as a member of the board of directors, chair the scholarship committee and to perform such other duties as may be prescribed by the president or the board.

Article IV Meetings

Section 1- The annual meeting of this club shall be held no later than the last Thursday of December each year, at which time the election of officers and directors for the ensuing year shall take place.

Section 2- The regular weekly meetings of this club shall be held on Thursday at 7:30 a.m. and changes in or canceling of the regular meeting shall be made known to all members of the club in a timely manner.

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

Section 4- Regular meetings of the board of directors shall be held at least once each month, as determined by the president. Directors' meetings shall be open to all members of the club. Only directors are eligible to vote at board meetings. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon request of two (2) members of the board. The membership will be notified of all board meetings.

Section 5- A majority of board members shall constitute a quorum of the board.

Article V Dues

Section 1- The membership dues shall be determined each year by the board of directors, payable in full on 1 July or semiannually with half due on 1 July and the other half due on 1 January.

Article VI Method of Voting

Section 1- The business of this club shall be transacted by voice vote except for the election of officers and directors which may be by ballot.

Article VII Avenues of Service

Section 1- The Avenues of Service are the philosophical and practical framework for the work of this Rotary club. This Rotary club will be active in each of the following Avenues of Service:

Club Service
Community Service
International Service
Vocational Service
New Generation Service

- (a) The president shall, subject to the approval of the board of directors, appoint chairpersons for each of the five Avenues of Service.
- (b) Each Avenue of Service shall consist of a chairman, and not less than two (2) other members.
- (c) The president or chairperson of each avenue of service may appoint chairpersons for each service subcommittee. Additional members may be appointed to each subcommittee at their discretion.
- (e) Where feasible and practical there should be provisions for continuity of membership, by appointing members to 3 years terms to ensure consistency.
- (f) The president shall be *ex-officio* a member of all committees and, as such, shall have all the privileges of membership thereon.
- (g) Rotary International has an abundance of information specific to each Avenue of Service and each committee should reference this information when developing plans for the year.

Article VIII Committees

Section 1- Club committees are charged with carrying out the annual and long range strategic goals of the club. This Rotary club, as a minimum, will have the following Standing committees:

Membership
Penny Sale
Spaghetti Dinner
Bellows Falls Community Christmas
Rotary Foundation
Scholarship

- (a) Where feasible and practical there should be provisions for continuity of membership, by appointing members to 3 year terms to ensure consistency.
- (b) The president shall be *ex-officio* a member of all committees and, as such, shall have all the privileges of membership thereon.
- (c) Each committee shall transact business as is delegated to it by these bylaws and as may be referred to it by the president or the board. Except where special authority is given by the board, such committees shall not take action until a report has been made to the board and approved by the board.

Section 2- The scholarship committee will consist of the last three club presidents and will be chaired by the immediate past president. A total of four scholarships will be awarded annually to graduating seniors of Bellows Falls Union High School as follows:

- a) Bellows Falls Rotary Club Medal and scholarship awarded to the graduating senior, who through perseverance has shown continuous improvement while at Bellows Falls Union High School. This award is selected by the High School faculty awards committee.
- b) Three Bellows Falls Rotary scholarships will be awarded annually as selected by the Bellows Falls Rotary Club scholarship committee.
- c) The amount of scholarship money available each year will be determined by the board of directors no later than April 1st.

Article IX Leave of Absence

Section 1- Upon written application to the board of directors, setting forth good and sufficient cause, a leave of absence may be granted excusing a member in good standing from attending meetings of the club for a specified length of time and no longer than twelve (12) months.

Article X Attendance Requirements

Section 1-An active member who fails to meet the following requirements shall be subject to termination unless the board consents to such non-attendance for good cause.

- (a) Fails to attend or make-up four consecutive regular meetings.
- (b) Fails to attend or make-up at least 50% (15 meetings) of club regular meetings in each half of the year.
- (d) Fails to attend at least 30% (7 meetings) of this club's regular meetings in each half of the year.

Section 2- A member 65 years of age or older, may be excused from attendance if the aggregate of the member's years of age and years of membership (in one or more clubs) is 85 years or more, and the member has notified the club secretary in writing of this desire and the board of directors approves.

Article XI Finances

Section 1- The Treasurer will deposit all funds of the club in a local financial institution, to be named by the board of directors. The club funds will be divided into two separate parts: club operations and service projects.

Section 2- All bills shall be paid by the treasurer or other authorized officer only when approved by two other officers or board of directors. An audit, or thorough examination, of all the club's financial transactions shall be performed by a qualified person(s), at least once each year.

Section 3- The fiscal year of the club shall extend from 1 July to 30 June. The collection of dues is defined in Article V Section 1 of these bylaws.

Section 4- Prior to 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. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

Section 5- The treasurer will provide a monthly report of income and expenditures, which includes the Foundation account balance.

Article XII Proposing and Electing Members

Section 1- Active Members

- (a) The name of a prospective member, proposed by an active member of the club or by the membership development committee, is submitted to the board of directors in writing, through the club secretary.
- (b) The board of directors shall approve or disapprove the proposal within 30 days of its submission, and the club membership will then be notified of its decision through the club secretary.
- (c) Following acceptance, the president shall arrange for the new member's induction and further orientation, and the club secretary shall issue a membership card and notify Rotary International. The new member is formally introduced as a Rotarian at the next regular club meeting.

Section 2- Honorary Members

Honorary members may be elected because of distinguished service in furthering Rotary ideals. Honorary membership is the highest distinction that a club may bestow and should be conferred only in exceptional cases. A prospective honorary membership can be proposed only by an active member in good standing of this club. The board of directors approves all honorary memberships and establishes the term for each. Honorary members are not eligible to vote or hold office and are exempt from club dues.

Article XIII Resolutions

No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board of directors. Such resolutions or motions, if offered at a club meeting, shall be referred to the board of directors without discussion.

Article XIV Order of Business The order of business for weekly meetings shall follow the format listed below:

Regular Meeting

Meeting called to order

Pledge of Allegiance and Invocation

Introduction of visiting Rotarians/Guests

Boasts and Brags

Address or program feature

Program (**allotted time 8:00 to 8:40 a.m.**)

Note: All programs are to commence at 8:00 a.m.

If issues need to be addressed prior to the program

(Sergeant-at-Arms duties, project updates etc.) they need to be completed prior to the 8:00 a.m. program start.

Song (optional)

Adjournment (no later than 8:45 am)

Club Assembly (Business Meeting)

Meeting called to order

Pledge of Allegiance and Invocation

Introduction of visiting Rotarians/Guests

Boasts and Brags

Business Meeting (**Allotted time 8:00 to 8:40am**)

Correspondence and announcements

Committee reports

Unfinished and new business

Song (optional)

Adjournment (no later than 8:45 am)

Article XV 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 has been distributed to each member at least ten 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 Rotary International.

Revised

2/1998

3/2003

12/2016