

Rotary Club of Bellows Falls Bylaws

Last revised April 3, 2025

These club bylaws supplement the Standard Rotary Club Constitution with common club practices for the Rotary Club of Bellows Falls (RI Club ID 6469, formerly 1551, in Rotary District 7870), chartered November 9, 1923.

Contents

Article 1 – Definitions	1
Article 2 – Board	2
Article 3 – Elections and Terms of Office	2
Article 4 – Duties of the Officers	3
Article 5 – Proposing and Electing Members	3
Article 6 – Meetings	3
Article 7 – Committees	4
Article 8 – Method of Voting	4
Article 9 – Dues	4
Article 10 – Finances	4
Article 11 – Allocations of Club Money or Time	5
Article 12 – Procedures	5
Article 13 – Amendments	5

Article 1 – Definitions

1. Board: The board of directors of this club
2. Director: A director on this club’s board
3. Member: A member, other than an honorary member, of this club
4. Quorum: The minimum number of participants who must be present when a vote is taken: one-third of the club’s members for club decisions and a majority of the directors for club board decisions
5. RI: Rotary International
6. Year or Fiscal Year: The 12-month period beginning July 1
7. Immediate past president – the president whose term ended most recently

Article 2 – Board

1. The governing body of this club is its board of directors: the president, immediate past president, president-elect, secretary, treasurer and any directors-at-large.
2. The club may elect up to three additional directors-at-large.
3. The president may appoint a sergeant-at-arms, who will be a director-at-large for the president's term.
4. The board is responsible for ensuring that the club has the resources to fulfill its mission over time.

Article 3 – Elections and Terms of Office

1. The election of officers will be held at the annual meeting as per *Article 7, Section 2 of the Standard Rotary Club Constitution: An annual meeting to elect officers and present a mid-year report, including current year income and expenses, together with a financial report on the previous year, shall be held before 31 December, as provided in the bylaws.*
2. Prior to the annual meeting the president may appoint a nominating committee to prepare a slate of officer candidates for the positions of president, treasurer, secretary and any directors-at-large. The nominating committee will consist of the three immediate past presidents who retain membership in the club. Individuals may choose to decline to serve on the committee.
3. After the presentation of the nominating committee's slate, any club member can make a nomination from the floor. After the president closes nominations, voting will be conducted by ballot for any contested position, and a show of hands for uncontested positions.
4. The candidate who receives a majority of the votes for each office is declared elected to that office.
5. If any officer or board member vacates their position, the remaining members of the board will appoint a replacement.
6. If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.
7. The nominating committee may nominate a sitting president-elect to serve one additional year as president. (When this occurs at least one director-at-large shall be nominated to maintain five members on the board when the president-elect becomes president.)
8. The term of office for all remaining officers is one year. Terms shall run in accordance with the *Standard Rotary Club Constitution, Article 11, Section 5:*
 - *Terms of Officers other than President.* Each officer shall be elected as provided in the bylaws. Except for the president, each officer takes office on 1 July immediately following election and serves for the term of office or until a successor is elected and qualified.
 - *Term of President.* A president-nominee shall be elected as provided in the bylaws, at least 18 months but not more than two years before the day of taking office as president. The nominee becomes president-elect on 1 July in the year before taking office as president. The president takes office on 1 July and serves a period of one year. When a successor is not elected, the current president's term is extended for up to one year.
 - *Qualifications of President.* A candidate for president must be a member of this club for at least one year before being nominated, unless the governor determines that less than a full year satisfies this requirement. The president-elect shall attend the presidents-elect training seminar and the training assembly unless excused by the governor-elect. If excused, the president-elect shall send a club representative. If the president-elect does not attend the presidents-elect training seminar and the training assembly and has not been excused by the governor-elect or, if excused, does not send a club representative to these meetings, the president-elect shall not

serve as club president. The current president then shall continue to serve until the election of a successor who has attended a presidents-elect training seminar and training assembly or training deemed sufficient by the governor-elect.

Individuals may serve consecutive terms but will need to be renominated and approved by the club.

Article 4 – Duties of the Officers

1. The president presides at club and board meetings.
2. The immediate past president serves as a director on the club board.
3. The president-elect prepares for his or her year in office and serves as a director.
4. A director attends club and board meetings.
5. The secretary keeps meeting, membership, and attendance records.
6. The treasurer oversees and provides a quarterly accounting of all funds.
7. The sergeant-at-arms maintains order in club meetings.

Article 5 – Proposing and Electing Members

1. Active Members
 - a. Any active member of this club may propose a candidate for membership to the president in writing.
 - b. The president will present the candidate's name to the club within 30 days for consideration. If club members have reservations about a candidate, they should bring concerns privately to a member of the board of directors within six days.
 - c. If the club approves the candidate, a designated club member will invite them to join.
 - d. If the candidate accepts membership, the president will arrange orientation, introduction and induction.
 - e. The club secretary will notify RI.
2. Honorary members
 - a. 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.
 - b. A prospective honorary membership can be proposed only by an active member in good standing of this club.
 - c. The board of directors approves all honorary memberships and establishes the term for each.
 - d. Honorary members are not eligible to vote or hold office and are exempt from club dues.

Article 6 – Meetings

1. An annual meeting of this club is held no later than December 31 to elect the officers and directors who will serve for the next Rotary year.
2. One-third of the membership will constitute a quorum at the annual and regular meetings.
3. A majority of board members will constitute a quorum of the board.

4. This club generally meets weekly. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.
5. Board meetings are held each month. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors. All members will be notified of board meetings and may attend as non-voting participants.
6. In accordance with *Article 13, Section 4(c) of the Standard Rotary Club Constitution*, the club makes the following exception to the termination for non-attendance rules listed there:
 - a. No member who is otherwise in good standing will be terminated due to non-attendance.

Article 7 – Committees

1. The president may appoint committees and committee chairpersons as needed, including those listed in *Article 11, Section 7, of the Standard Rotary Club Constitution*:

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

The board or president may appoint additional committees as needed.

2. The president is an *ex-officio* member of all committees.
3. Each chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the club on all committee activities.

Article 8 – Method of Voting

1. The business of this club is generally conducted by voice vote or a show of hands.
2. The board may elect to provide a paper or electronic ballot.

Article 9 – Dues

1. Annual club dues for the upcoming Rotary year will be determined by the board of directors prior to June 30. Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.
2. Dues are payable by July 1.
3. Dues for new members who join after January 1 will be half the annual amount.
4. Members may be removed for non-payment after December 1.

Article 10 – Finances

1. Before each fiscal year starts, the incoming president should prepare a plan of action for the year with a budget of estimated income and expenditures.

2. The treasurer will deposit club funds in a financial institution designated by the board, divided into two accounts: one for club operations and one for service projects.
3. The treasurer or other officer will pay the following upon receipt:
 - a. Rotary International dues
 - b. District dues
 - c. Software subscription (to interact with Rotary International)
 - d. Post office box rental
4. All other expenditures must be documented and approved in advance by the president (or their designee) of the board.
5. Monetary donations
 - a. Any club member may propose a donation of club money at any regular club meeting.
 - b. The club is given at least one week to consider the donation proposal.
 - c. The club members vote to make or not make the donation.
 - d. Individuals may make contributions to the club.
6. A club member other than the treasurer will periodically review the finances (a minimum of annually).
7. The treasurer will present club members with a quarterly report of income and expenditures as well as any bank account balances.

Article 11 – Allocations of Club Money or Time

To promote systematic decision-making and allow for further reflection, resolutions or motions that commit money or club time will generally be initiated at one meeting and voted on at a subsequent meeting.

Article 12 – Procedures

Procedures that are not prescribed in these bylaws may be outlined in an accompanying, non-binding, procedural document.

Article 13 – Amendments

1. These bylaws may be amended at any regular club meeting.
2. Changing the club bylaws requires sending written notice 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.
3. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the Rotary International Constitution and Bylaws, and the Rotary Code of Policies.

Revised
February 1998
March 2003
December 2016
April 2025

WORKING PROCEDURAL ASSUMPTIONS, ETC. NOT GOVERNED BY BYLAWS (in no particular order)

Goals of bylaws

- Streamline documents and procedures so they don't slow down processes unnecessarily
- Avoid creating extra work for anyone
- Require that a president-elect have at least one year to prepare for their term as president
- Permit board members to serve for consecutive terms if desired

Mapping the election cycle

- Presidents-elect are elected 18 months before their presidential term begins.
- All other officers are elected 6 months before their terms begin.
- All terms are for 12 months, beginning in July and ending in June.
- An individual may be elected to serve two consecutive 12-month terms (but not more) as president.

Here's how that plays out over time:

ROLE	DEC. 2021 ELECTED	JULY 2022 BEGINS ONE- YEAR TERM	DEC. 2022 ELECTED	JULY 2023 BEGINS ONE- YEAR TERM	DEC. 2023 ELECTED	JULY 2024 BEGINS ONE- YEAR TERM	DEC. 2024 ELECTED	JULY 2025 BEGINS ONE- YEAR TERM
President-Elect	David	David	Heidi	Heidi	Sam	Sam	Sam	because Sam is serving two 1-year terms
President	Marty, by default	Marty	David, by default	David	Heidi by default	Heidi	Sam by default	Sam
Other officers	Fall 2021 Elected Group	Fall 2021 Elected Group	Fall 2022 Elected Group	Fall 2022 Elected Group	Fall 2023 Elected Group	Fall 2023 Elected Group	Fall 2024 Elected Group	Fall 2024 Elected Group