

# Bylaws of the ROTARY CLUB OF DOYLESTOWN

## **Article 1 Definitions**

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1. Board: The Board of Directors of this club which consists of the seven officers and seven chairs of standing committees.
2. Director: A member of this club's Board of Directors which includes both the seven officers and the seven chairs of standing committees.
3. Member: A member, other than an honorary member, of this club.
4. Quorum: One-third of the club regular membership; a majority of directors for the Board.
5. RI: Rotary International.
6. Year: The 12-month period that begins on 1 July.

## **Article 2 Board**

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The governing body of this club is the board consisting of seven officers, namely, the president, president-elect, vice-president, immediate past-president, secretary, treasurer and sergeant-at-arms; seven directors who serve as the chairs of standing committees, namely, administration, membership, public relations, Rotary Foundation, service projects, sunrise meeting, and youth programs.

## **Article 3 Officer Elections and Terms of Office**

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Section 1 –Officer Elections will be held at the club's annual meeting held in December. Prior to the election, the president shall ask for officer nominations. The candidate for president-elect shall be the president-nominee and serve as a director for the year elected, and shall assume office as president the following year. The vice president shall become president-elect in the year the president-elect becomes president.

Section 2 — The candidate who receives a majority of the votes for each office at the annual meeting is declared elected to that office.

Section 3 — A vacancy in any office shall be filled by action of the remaining members of the Board.

Section 4 — A vacancy of any officer-elect position shall be filled by action of the remaining members of the Board-elect.

Section 5 — Terms of the president, president-elect, and vice president are one year; other officers and directors serve one year terms with a maximum of three consecutive terms. The Treasurer is encouraged to retain the position for three years for ensure stability in the financial management of the club.

## **Article 4 Duties of the Board**

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Section 1 — President. The president shall preside at club and Board meetings.

Section 2 — President-elect. The president-elect shall preside at club and Board meetings in the absence of the president, and chair of one of the club's committees, while preparing for their

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year in office. The president-elect shall ensure continuity of leadership and succession planning in coordination with the president and past president. The president-elect is responsible for identifying committee chairs to serve during their year as president and should conduct planning meetings prior to the start of their year in office as president.

Section 3 — Vice President. The vice president shall chair of one of the club's committees and shall become president-elect in the year the president-elect becomes president.

Section 4 — Immediate Past President. The immediate past president shall serve as a director.

Section 5 — Secretary. The secretary shall keep membership and attendance records, and record and preserve the minutes of board and annual meetings.

Section 6 — Treasurer. The treasurer shall oversee all funds and provide an annual accounting.

Section 7 — Sergeant-at-Arms. The sergeant-at-arms shall prepare the meeting venue and ensure guests and new members are properly introduced to club members.

Section 8 — Director. A director shall attend club and Board meetings and shall serve as the chair of a standing committee.

#### **Article 5 Meetings**

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Section 1 — Annual Meeting. An annual meeting of this club shall be held no later than December 31 to elect the officers and directors who will serve for the next Rotary year.

Section 2 — The regular weekly meetings of this club are held on Wednesday at 5:30 PM and on Tuesday at 7:30 AM. Reasonable notice of any change or cancellation of the regular meetings shall be given to all club members.

Section 3 — Board meetings are held monthly. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

#### **Article 6 Attendance**

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The Club Constitution provides details on meeting attendance requirements, procedures for meeting make-ups, leave of absence, excused absences, and termination criteria. Refer to it for the latest information.

#### **Article 7 Fees and Dues**

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Section 1 — The admission fee, as established by RI and/or the club board, shall be paid before the applicant can qualify as a member. The board may choose to set the fee at zero.

Section 2 — Membership dues shall be set by the board and paid quarterly. A portion of each payment consists of RI per capita dues, subscription fees to *The Rotarian* magazine, district per capita dues, club annual dues, and any other Rotary or district per capita assessment. Each member will be responsible for the cost of meals and meeting room fees which may vary depending on meeting location and charges made to the club. Membership dues shall be payable in accordance with the policies of the club as established by the Board.

Section 3 — Members are encouraged to include an optional \$25 quarterly contribution to The Rotary Foundation.

#### **Article 8 Method of Voting**

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The business of the club is conducted by voice vote or show of hands including election of officers. The Board may provide a ballot for the election of officers or a specific resolution.

## **Article 9 Committees**

Section 1 — Club committees coordinate their efforts in order to achieve the club's annual and long-range goals. The club will have the following committees:

- **Administration** - Conducts activities ensuring the effective operation of the club including member communications, fellowship activities, and overseeing the selection of the club venue and speakers.
- **Membership** - Develops and implements a comprehensive recruitment plan for new members. Also develops plans for member recruitment activities, prospective member education, new member orientation, member continuing education, leadership development, and member retention.
- **Public Relations** - Develops and implements a comprehensive plan to provide the public with information about Rotary and to promote the club's activities. The committee shall maintain the club's website, issue press releases, develop a club brochure and participate in community activities to build the image of the club.
- **Rotary Foundation** – Develops and implements plans to support The Rotary Foundation through both financial contributions and program participation. The committee will also oversee Group Study, Friendship Exchanges, World Peace Fellows and apply for district and international grants as appropriate.
- **Service Projects** – Develops and implements educational, humanitarian, and vocational projects that address the needs of the community and communities throughout the world. This will include community grant-making, service projects, and other initiatives as approved by the board.
- **Sunrise Meeting** – Presides at the club's morning meetings and conducts activities ensuring the effective operation of the morning meetings including member communications, fellowship activities, and the selection of the morning meeting venue and speakers. Shall ensure coordination between morning and evening club communications and activities.
- **Youth Service** – Develops and implements all youth and young adult activities, including Camp Neidig, Interact, Rotaract, Rotary Youth Exchange, and scholarships.

Section 2 — Additional committees may be appointed as needed.

Section 3 — The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership.

Section 4 — Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board. The president or the Board shall refer additional business to a specific committee as needed.

Section 5 — Each chair shall be responsible for regular meetings and activities of the committee, shall supervise and coordinate the work of the committee, and shall report to the Board on all committee activities.

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### **Article 10 Finances**

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Section 1 — Prior to each fiscal year, the Treasurer and President-elect shall prepare an annual budget of estimated income and expenditures which, once approved by the board, shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall have two sections, one for the Rotary Club of Doylestown (a 501(c)(4) civic organization) and the second for The Rotary Club of Doylestown Charitable Organization (a 501(c)(3) charitable organization).

Section 2 — The treasurer shall deposit club funds in financial institutions designated by the Board, divided into two parts: club operations and club charitable organization operations.

Section 3 — Bills are paid by the treasurer or another authorized officer as authorized by the budget or when approved by two other officers or directors.

Section 4 — A thorough annual review of all financial transactions shall be completed by a qualified person.

Section 5 — An annual financial statement of the club shall be provided to club members.

Section 6 — The fiscal year is from 1 July to 30 June.

### **Article 11 Method of Electing Members**

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Section 1 — A member shall propose a candidate's name to the Board. Prior to proposing the candidate to the club, the proposer (or a member of the membership committee if unavailable) shall educate the candidate on Rotary and membership requirements. Specific emphasis shall be placed on discussing costs associated with membership, attendance requirements, expectations for service to the community, and expectations for financial support for both the club and Rotary International. A transferring or former member of another club may also be proposed for membership by the former club. The proposal is kept confidential unless the Board instructs otherwise.

Section 2 — The membership chair shall ensure that the candidate meets all of Rotary's membership qualifications as set forth in article 5, section 2 of the Rotary International constitution and has been educated per the previous section. The membership chair shall then circulate the candidate's name, with a short biography, to the board of directors.

Section 3 — The Board shall approve or reject the candidate's membership within 10 days. The membership chair shall notify the proposer of its decision.

Section 4 — If the decision of the Board is favorable, the club secretary or membership chair shall circulate the prospective member's name to members with a short biography. If no member of the club submits a written objection including reasons for the objection, to the Board within seven days, that person, upon payment of the admission fee, is considered to be elected to membership.

Section 5 — If an objection has been filed with the Board, the board shall vote on this matter at its next meeting. If approved despite the objection, the proposed member is elected to membership after admission fee payment.

Section 6 — The prospective member is invited to join the club and asked to sign the membership proposal form and to their name and proposed classification to be conveyed to club membership.

Section 7 — Following a member's election, the president or membership chair shall arrange for the new member's induction and report the new member to RI. The membership chair will

assign a member to assist with the new member's assimilation to the club, and the president will assign the new member to a club project or function.

Section 8 — The club may elect honorary members proposed by the Board.

**Article 12 Resolutions**

Any resolutions or motions to commit the club to any position or action shall first be reviewed and approved by the Board. If resolutions or motions are first offered at a club meeting, they shall be sent to the Board without discussion.

**Article 13 Amendments**

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

**Reviewed and approved by the club board,**

on this 4<sup>TH</sup> day of FEBRUARY 2015

By Karen Lasorda Club Secretary

**Written notice provided to club members,**

on this 4<sup>TH</sup> day of FEBRUARY 2015

By Karen Lasorda Club Secretary

**ADOPTED BY THE ROTARY CLUB OF DOYLESTOWN**

on this 11<sup>TH</sup> day of MARCH 2015

By [Signature] Club President

[Signature] Board Member