

# Rotary Club of Skidaway Island

## CLUB BYLAWS

Club Bylaws supplement the Standard Rotary Club Constitution and establish common club practices. To effectively conduct the affairs and business of The Rotary Club of Skidaway Island, the Board of Directors has established these Club Bylaws which will be subject to annual review by the Board to ensure their continued relevance to the Club's practices, and to maintain consistency with the College of Legislation directives from Rotary International. Provisions of these Bylaws will not be in conflict with the Constitution and Bylaws of Rotary International.

### Article I. Definitions

Organization: The name of the organization will be the Rotary Club of Skidaway Island.

Purposes: To provide a forum for people to meet and form friendships, exchange ideas, get updates on community activities, and join in social gatherings. In addition, under the Rotary motto of "Service Above Self," club members, through fund-raising and giving of time, provide service and financial support both in the local community, and through Rotary International, to the world at large. Through meetings and activities, members foster the ideal of service and promote high ethical standards.

Member: A member of the Club, other than an honorary member

Board: The body, comprised of directors, responsible for Club governance and management

Director: A member of the Club's Board of Directors

Quorum: The minimum number of participants who must be present when a vote is taken, defined as one-third of the Club's members for Club elections and other voted-upon Club decisions, and a majority of the Directors for Club Board decisions

Year: The 12-month period that begins on 1 July, unless otherwise specified (e.g., calendar year).

RI: Rotary International

District: Local region as defined by RI: 6920 for this Club

Constitution: Agreement between Club and RI confirming Club's adherence to RI regulations and guidelines

Policies and Procedures: Operational guidelines subject to change as need arises. Accordingly, at the first organizational meeting each year, the Board will review and formally re-adopt the policies and procedures recorded in the latest manual, adding any changes made by the new Board. During the course of the year, the Board may adopt new or revised policies so long as the new or revised policy receives due consideration, i.e. the policy, in writing, must be submitted at least fourteen (14) days before the meeting at which the Board is scheduled to vote on it.

## **Article II. Board**

The governing body of this club is its Board of Directors, comprised of at least nine (9) and no more than twelve (12) members of this club: the president, president-elect, immediate past-president, secretary, treasurer, sergeant-at-arms and three (3) to six (6) directors, as determined by Club size and needs. Each member of the Board of Directors will have one vote: voting may be done by email.

## **Article III. Elections, Officer Vacancies, and Terms of Office**

### Section 1 — Nominations

By October 15 of each year, the President will appoint a nominating committee, comprised of five members of the Club, at least one of whom will be a past president of the Club. The Nominating Committee will prepare a proposed slate of directors and officers to be presented at a regular club meeting no later than the last meeting in November of each year.

### Section 2 — Election

At the first regular meeting in December, the election of officers and directors will take place. The president or presiding officer will again present the Nominating Committee's report and ask for additional nominations from members of the Club.

### Section 3 — Voting Procedure

Balloting by members will be by voice vote, or if called for following a motion made by a member and a plurality of members present approving, by secret ballot. The candidates receiving the majority of the votes will be declared elected to their respective offices and will assume their offices on July 1 of the following calendar year.

### Section 4 — Officer Vacancies

If any officer or director vacates a position, a replacement, to complete the open term, will be appointed by a majority vote of the remaining Board members.

### Section 5 — Terms of Office

President:	one year
President-elect:	one year
Treasurer:	one year
Secretary;	one year
Sergeant-at-arms:	one year
Director:	three years

## **Article IV. Duties of Officers and Directors**

### Section 1 – President

The president presides at meetings of the Club and the Board of Directors and performs such other duties as ordinarily pertain to the office of president. The president will be an ex officio member of all committees.

## Section 2 – Immediate Past President

The immediate past president serves as a director of the Club Board, presides at Board meetings in the absence of the president and performs such other duties as prescribed by the president.

## Section 3 – President-elect

The president-elect serves as a member of the Board of Directors, presides at Club meetings in the absence of the president, and performs other duties as prescribed by the president including preparation for his or her term as president with the direction and assistance of the president.

## Section 5 – Secretary

The secretary keeps the records of the club including membership, attendance at meetings, and other such records as prescribed by Rotary International and as described in its Secretary Manual. The secretary also maintains an up-to-date version of the Club's Policies and Procedures Manual. The secretary records the minutes of the annual club meeting and the Board of Directors' meetings and prepares reports required by Rotary International, and other duties as usually pertain to the office of secretary.

## Section 6 – Treasurer

The treasurer has custody of all funds, accounts for the funds at each regular meeting of the Board of Directors and annually to the Club, and performs such other duties as usually pertain to the office of treasurer. Upon retirement, the treasurer will pass all of his/her documents to the incoming treasurer.

## Section 7 – Sergeant-at-arms

The sergeant-at-arms is responsible for 1) all Club property; 2) coordination with the meeting site manager of all items needed for each meeting including food; 3) organizing all weekly meeting fund-raisers; and, 4) such other duties as usually pertain to the sergeant-at-arms.

## Section 8 – Director

The Directors are charged with directing and overseeing the business and affairs of the Club.

# **Article V. Meetings**

## Section 1 — Regular Club Meetings

Weekly meetings of this club will be held on Wednesday at 7:15 a.m. on Skidaway Island, near Savannah, Georgia. Notice of any changes in time/place or cancellation of the regular meeting will be given to each member in a timely manner.

## Section 2 — Board Meetings

Board meetings will be held each month. Special meetings of the board can be called with reasonable notice by the president or upon the request of two directors.

### Section 3 — Annual Meeting

An annual meeting of this club will be held on the first Wednesday of December in each year, at which time the election of officers and directors will take place. One-third of the membership will constitute a quorum at the annual meeting.

### Section 4 – Executive Committee Meetings

The Executive Committee will meet monthly. The meeting will be scheduled by the president or upon the request of any executive committee member.

### Section 5 – Method of Voting

Voting conducted at Club meetings will be by voice vote or show of hands, or as stipulated in Article III., Section 3.

## **Article VI. Dues**

Club membership dues will be invoiced quarterly in July, October, January, and April. Dues will be established by the Board each year and will include the Club's district and RI dues, the member's subscription to The Rotarian magazine as well as meeting costs.

## **Article VII. Committees**

### Section 1 – Purpose

Club committees will coordinate their efforts to achieve the Club's annual and longer-term goals. There will be standing committees and other committees as provided for in the Club's Policy and Procedures Manual.

### Section 2 – Committees

There will be six (6) standing committees:

- Communication Committee
- Executive Committee
- Fundraising Committee
- Membership Committee
- Nominating Committee
- Philanthropy Committee

### Section 3 – Formation and Composition

The Executive Committee will be chaired by the president and will include the president-elect, secretary, treasurer, and immediate past-president. Each year, the president will appoint all other committee chairs. The chairs, with input and approval of the Board, will select members of their committees.

### Section 4 – Responsibilities

Committee responsibilities and operational guidelines are outlined in the Club's Policies and Procedures Manual.

## **Article VIII. Membership**

### Section 1 – Admission

Membership is open to all adults of good character and good business, professional and/or community reputations and who are proposed by an active club member. Club admission will be in accord with Rotary International procedures. The procedure for joining the Club is outlined in the Club Policies and Procedures Manual.

### Section 2 – Categories

Membership categories as defined in Club Policies and Procedures Manual include: active, honorary, on leave of absence (LOA) and charter.

## **Article IX. Amendments**

These Bylaws may be amended at any regular club meeting, provided that the membership is notified of proposed amendments and meeting date for vote at least ten (10) days in advance of such meeting. A two-thirds majority of members present is required for passage. No amendment can be made that is not in harmony with the Club constitution and the constitution and Bylaws of Rotary International.

*Adopted by the Club membership at the December 5, 2018 Club Assembly meeting.*