

Article	Subject	Page
1	Definitions.....	2
2	Board.....	2
3	Elections and Terms of Office	2
4	Duties of the Officers.....	3
5	Meetings.....	4
6	Dues	5
7	Method of Voting.....	5
8	Committees	5
9	Finances	7
10	Method of Electing Members	8
11	Amendments	8

Bylaws of the Rotary Club of Cedar Creek Lake

Club bylaws supplement the Standard Rotary Club Constitution with common club practices. The bylaws in this document are recommendations, but once adopted are binding for the members of the club. They reflect the club's practices, and they are not in conflict with the RI Constitution and Bylaws, the Standard Rotary Club Constitution (except where permitted), and the Rotary Code of Policies.

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: The 12-month period beginning 1 July.
-

Article 2 Board

The governing body of this club is its board of directors, consisting of the president, immediate past president, president-elect, secretary, and treasurer, the president-nominee and sergeant-at-arms. **Chairperson of the following Committees;** Administration, Celebrity Waiter, Golf, Membership, Succession Planning, New Generation, Public Image, Rotary Foundation, Service Projects, and Youth Service. The Board of Directors may be increased to accommodate committee co-chairs and decreased when an officer heads a committee. A Director may serve in multiple offices on the board, but shall be entitled to only one vote irrespective of the number of offices held. Each Director shall serve a term beginning July 1 and ending on June 30 of the next succeeding calendar year.

Article 3 Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for president, vice president, secretary, treasurer, and any open director positions. The nominations may be presented by a nominating committee, by members from the floor, or both.

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

Section 3 — If any officer or board member vacates their position, the remaining members of the board will appoint a replacement.

(July 2022)

Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of office for each role are:

President —	<u>one year</u>
President-Elect —	<u>one year</u>
Treasurer —	<u>one year</u>
Secretary —	<u>one year</u>
Sergeant-at-arms —	<u>one year</u>

The term of office for a club president is specified as one year in the Standard Rotary Club Constitution. When a successor is not elected, the current president's term can be extended for up to one year.

Article 4 Duties of the Officers

Section 1 – President. The President shall be the executive officer of the Club and shall preside at all meetings of the Club and the Board. He or she shall see that all orders and resolutions of the Board are carried out, subject however, to the right of the Directors to delegate specific powers, and shall perform other duties as ordinarily pertain to the office of President. It shall be a condition as serving as President of this Club that the President shall have received such training as RI or it delegates may direct or require, including, but not limited to, the management and safekeeping of Rotary International Foundation grants and funds received as a result thereof.

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. It shall also be the duty of the Immediate Past President to receive and investigate reports of any potential and real misuses or mismanagement of any Club or Rotary Foundation grant funds. If such reports involve Rotary Foundation grant funds, such potential and real misuses or mismanagement shall be reported to the then serving District Rotary Foundation Chair.

Section 3 – President-elect. It shall be the duty of the President-Elect to serve as a Director and to perform such other duties as may be prescribed by the President or the Board.

Section 4 – 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 January and 1 July 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 Governor within fifteen (15) days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as ordinarily pertain to the office of

Secretary. At the conclusion of each year, it shall also be the duty of the Secretary to collect and archive for a minimum of seven (7) years all important documents generated by Club officers and committees. All such records shall be immediately transferred to the successor secretary upon conclusion of the then-serving Secretary's term of office. All Club records shall be accessible and available to Members of the Club and representatives of the Rotary District of this Club, Rotary International and the Rotary Foundation.

Section 5 – Treasurer. It shall be the duty of the Treasurer to have custody of all funds, accounting for them to the Club annually and at any other time upon demand by the Board, and to perform other duties as ordinarily pertain 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 in the Treasurer's possession.

Section 6 – Sergeant-at-Arms. The duties of the Sergeant-At-Arms shall be such as are ordinarily prescribed for such office and other duties as may be prescribed by the President or the Board.

Section 7 – Officers in General. It shall be the duty of all Officers and Directors of this Club to ensure that each of them adhere to the Conflict of Interest Policy attached hereto as Exhibit "A" and made a part hereof for all purposes. All Officers and Directors of this Club shall adhere to high standards of stewardship, exercise proper management techniques, and comply with all applicable laws in carrying out their duties for this Club.

See Rotary club leader manuals for details on the roles and responsibilities of club officers.

Article 5 Meetings

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

Section 2 — This club meets as follows: The regular weekly meetings of this Club shall be held on Friday at 12:00 P.M., Central Standard Time. Due notice of any changes in or canceling of the regular meeting shall be given to all Club Members. All Members in good standing of the Club, excepting Honorary Members (or Members excused pursuant to the standard Rotary club constitution), on the day of the regular meeting, must be counted as present or absent, while there is no set attendance requirements, members are encouraged to attend and take an active part in the meetings.

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

Section 4 — The order of business at each regularly scheduled Club meeting shall be as follows:

- Meeting called to order.
- Introduction of visitors.
- Correspondence, announcements, and Rotary information.
- Committee reports, if any.
- Unfinished business.

- New business.
- Address or other program features.
- Adjournment.

The Standard Rotary Club Constitution requires club bylaws to include article 5, section 2.

Article 6 Dues

Section 1 – Fees for admission to this Club shall be in such amount as the Board, in its discretion, determines and shall be paid before the applicant can qualify as a Member. The Board, in its discretion, may waive such admission fee when it deems it appropriate or expedient to do so in the best interests of the Club.

Section 2 – Fees for Membership dues shall be in such amounts as the Board, in its discretion, directs, payable quarterly. Membership dues shall include any mandatory dues of Rotary International, including Members’ subscription to the RI official magazine.

The Standard Rotary Club Constitution requires club bylaws to include article 6.

Article 7 Method of Voting

The business of this club is conducted by voice vote, e-mail or text or a show of hands except in the election of officers and directors, which is conducted by ballot. The board may also provide a ballot for a vote on some resolutions.

Article 8 Avenues of Service

The Avenues of Service are the philosophical and practical framework for the work of this Rotary Club. They are Club Service, Vocational Service, Community Service, International Service, and New Generations Service. This Club will be active in each of the Avenues of Service, with a primary focus on the youth of our community

Article 89 Committees

Section 1 —This club’s committees comprise those listed in article 11, section 7, of the Standard Rotary Club Constitution.

Section 2 — The president is an ex officio member of all committees. The President-Elect, President, and Immediate Past President should work together to ensure continuity of leadership and succession planning. Each committee shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each year for implementation during the course of the 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. The duties of all committees shall be established and reviewed by the President for his or her year. In declaring the duties of each, the President shall reference appropriate RI materials and the Avenues of Service while developing plans for the year.

Section 3 — Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities. Club committees are charged with carrying out the annual and long-range strategic goals of the Club. When feasible, committee members should be appointed to the same committee for three years to ensure consistency. Each committee chair should have previous experience as a member of the committee for which he or she is to serve as chair.

Standing committees should be appointed as follows:

- Administration -to perform such activities that are necessary to the effective operation of the Club.
- Celebrity Waiter - Develop, implement, supervise and coordinate all participants to insure a successful and well received fund raising event.
- Golf - Develop, implement, supervise and coordinate all participants to insure a successful and well received fund raising event.
- Membership - to develop and implement a comprehensive plan for the recruitment and retention of members.
- New Generation – Programs for young adults that engage them in activities that provide them with professional training and leadership skills.
- Program - Select and schedule the weekly speakers for our regular Friday meeting. Schedule offsite meeting and programs.
- Public Image - to develop and implement plans to disseminate to the public information about Rotary and to promote the Club's service projects and activities.
- The Rotary Foundation - to develop and implement plans to support The Rotary Foundation, both through financial contributions and program participation. It shall be the specific responsibility of the Foundation Committee Chair to implement, manage, and maintain Club qualification to receive and manage Rotary Foundation grant funds and ensure the Club adheres to all Rotary Foundation grant reporting requirements. It shall be a condition as serving as Chair of the Foundation Committee of this Club that the Chair shall have received such training as RI or it delegates may direct or require, including, but not limited to, the management and safekeeping of Rotary International Foundation grants and funds received as a result thereof.
- Service Projects - to develop and implement educational, humanitarian, and vocational projects that address the needs of this Club's community and communities in other countries.
- Youth Services – Programs that promote youth training and organizations. RYLA and Interact Clubs.
- Succession Planning-Works on a two year cycle of ensuring Officer Positions, Committee Chair Positions are filled.

- Social Media-works to enhance the visibility of the club through website, Facebook, and other social media platforms all events, recognition, and general information sharing.

Club committees coordinate their efforts to achieve the club's annual and long-term goals.

Article 10 Finances

Section 1 — Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures.

Section 2 — The Treasurer shall deposit all Rotary Foundation grant funds in a federal insured financial institution selected by the Board. Such account shall be segregated from Club funds, shall be a low or non-interest bearing account, and be styled, "Rotary Club of Cedar Creek Lake, Texas Grants Fund". The President, Treasurer, and Rotary Foundation Chair shall be authorized signatories on such account. Disbursements from the grants fund account shall require the signature of any two of the three foregoing authorized signatories. Any interest earned on such account shall be used for eligible, approved grant activities or returned to the Rotary Foundation Grant funds shall never be deposited in any investment account, where loss of such funds could occur as a result of market fluctuations.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors. The Treasurer shall maintain a standard set of accounts utilizing such accounting software as he or she deems necessary or desirable. The accounting system of the Club shall maintain a record of all financial transactions of the Club, with such system to utilize segregated fund activities (Club and Fund Grants) so that financial reports can be prepared and presented to the Board showing the financial activities of each fund.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions. The Treasurer shall ensure that all necessary or required federal and/or state tax returns are timely filed with appropriate taxing agencies. Prior to such filings, all such tax reports shall be reviewed by the Board.

Section 5 — Club members will receive an annual financial statement of the club. A mid-year financial report, with current and previous year income and expenses, is presented at the annual meeting.

Section 6 — The fiscal year is from 1 July to 30 June. Collection of Members' dues shall be divided into two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. 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. In June of each year, the Treasurer shall obtain necessary and appropriate signatory change forms from the financial institution where grant funds are deposited to authorize the financial institution to transfer signature authority on such account to the incoming President, Treasurer and Foundation Chair. Such change form shall be effective July 1 and be delivered to the applicable financial institution no later than July 1. Similarly, should any change in these signatory agents occur after July 1, the Treasurer shall promptly obtain necessary and appropriate

signatory change forms, obtain necessary signatures and deliver, forthwith, such change forms to the applicable financial institution.

Article 10 Method of Electing Members

Section 1 — A member proposes a candidate for membership to the board and/or the membership committee, or another club proposes one of its transferring or former members.

Section 2 — The board approves or rejects the candidate's membership within 30 days and notifies the proposing member of its decision.

Section 3 — If the board approves the candidate's membership, the prospective member is invited to join the club.

Section 4 – If any written objections or concerns are received from a member(s) the application will be referred to the board. Any written objection to a prospective Member must include the stated reasons for such objection. The Board shall approve or disapprove the prospective Member within 30 days of his or her submission and shall notify the Member proposing such prospect of the Board's decision through the Club President or Secretary.

Section 5 – Following the election, the President shall arrange for the new Member's induction, delivery of membership card, and delivery of new member Rotary literature. In addition, the President or Secretary will report the new member information to RI and the Sponsor will assist with the new Member's assimilation to the Club as well as assign the new member to a Club project or function.

Section 6 – In accordance with the standard Rotary club constitution, the Club may elect honorary members proposed by the Board.

A process to address objections raised by current members may also be included here.

Article 11 Amendments

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 21 days before the meeting, having a quorum present for the vote, and having 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.