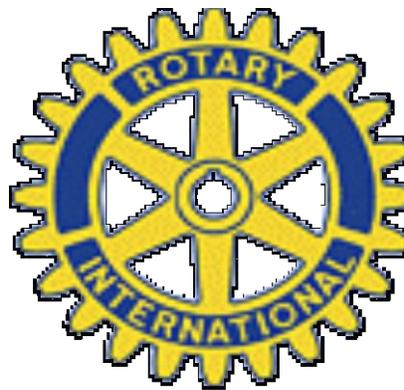


Rotary Club of Waxahachie,  
Texas  
U. S. A.



Club Bylaws

May 12, 2011  
Revised April 2017  
Adopted July 2017

**BYLAWS OF THE ROTARY CLUB OF WAXAHACHIE**

**Adopted May 2011**

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**BYLAWS OF THE ROTARY CLUB OF WAXAHACHIE**  
**Adopted May 2011**  
**Revised April 2017**

**Article 1        Definitions**

1. Board:        The Board of Directors of this Club.
2. Director:     A member of this club's Board of Directors.
3. Member:     A member, other than an honorary member, of this club.
4. RI:            Rotary International.
5. Year:         The twelve-month period that begins on July 1.

**Article 2        Board**

The governing body of this club will be the board consisting of 13 members of this club, namely the president, immediate past president, president elect, President Designee, secretary and treasurer. Also added are the seven (7) directors elected in accordance with Article 3, Section 1 of these bylaws.

**Article 3        Election of Directors and Officers**

**Section 1** – At the annual meeting, the first Thursday in December each year, the nominations shall be presented to the entire club. Communication will be coordinated through the Secretary of the Rotary Club of Waxahachie. To be eligible for placement on the ballot, any candidates shall be: (1) a member in good standing maintaining at least sixty percent (60%) of attendance at a regular Rotary Club meeting whether their home club or by visiting a Rotary Club; (2) be current on all dues at the time of election; and (3) have been a member for at least a one (1) year period at the time of election.

The nominations duly made shall be placed on a ballot in alphabetical order. There shall be seven (7) candidates and those receiving the most number of votes will be elected to the Board of Directors. There will be three (3) alternates in the event that one of the seven (7) elected members becomes unable or unwilling to serve, the alternates, in order of number of votes received shall be given the opportunity to serve. All board members shall take office on July 1<sup>st</sup> the preceding year.

The Nominating Committee shall consist of the current President, Secretary, President Elect, and immediate Past-President in order to choose a President Designee within the first three (3) months of the President Elect taking office. This candidate shall be willing to serve and meet the criteria set by this committee. The Nominating Committee, after their recommendation is made, shall present to the Board of Directors their candidate for President Designee

**Section 2** – The officers and directors shall constitute the board of directors.

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

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

**Article 4 Duties of Officers**

**Section 1 – President.** It shall be the duty of the president to preside at meetings of the club and board and to perform such other duties as ordinarily pertains to the office of president.

**Section 2 – Immediate Past President:** It shall be the duty of the immediate past president to serve as a director and to perform such duties as may be prescribed by the president or the board.

**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. The president-elect shall normally preside in the absence of the president. It is required that President Elect shall attend (PETS) President Elect Training Session) in the first quarter of the year they are to take office on July 1.

**Section 4 – President-Designee :** It shall be the duty of the President Designee to fulfill any duties as assigned by the president. President Designee shall not serve as a chair of any committee for the year leading up to the President Elect term.

**Section 5 – Secretary:** It shall be the duty of the secretary to keep membership records, record attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, report as required to RI, including the semi-annual reports of membership on January 1<sup>st</sup> and July 1<sup>st</sup> 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 July or January semiannual reporting period; report changes in membership, provide the monthly attendance report to the district governor within 15 days of the last meeting of the month, collect and remit RI official magazine subscriptions, and perform such other duties as usually pertain to the office of secretary.

**Section 6 – Treasurer** It will be the duty of the treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board and to perform such other duties as pertain to the office of treasurer. Upon retirement from office, the treasurer will turn over to the incoming treasurer or to the president all funds, books of accounts or any other club property

**Section 7 - Sergeant-at-Arms** The duties of the sergeant-at-arms will be such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board.

## **Article 5 Meetings**

**Section 1 - Annual Meetings** An annual meeting of this club will be held on the first Thursday of December in each year, at which time the election of officers and directors to serve for the ensuing club year will take place.

**Section 2 -** The regular weekly meetings of this club will be held on Thursday at noon. Any due notice of changes in or canceling of the regular meeting will be given to all members of the club via email. All members excepting an honorary member or senior active member (or member excused by the board pursuant to Article VII, Section 3 of the Constitution of the Rotary Club of Waxahachie) in good standing in this club, on the day of the regular meeting, must be counted as present or absent, and attendance must be evidenced by the member's being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club or as otherwise provided in the standard Rotary club constitution, Article 9, Sections 1 and 2.

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

**Section 4** - Regular meetings of the board shall be held on the third Thursday of each month. Special meetings of the board will be called by the president, whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given.

**Section 5** - A majority of the directors will constitute a quorum of the board.

## **Article 6 Fees and Dues**

**Section 1** – There shall be no admission fee to the club, except as provided for in the standard Rotary Club constitution, Article 11.

**Section 2** – The membership dues shall be \$25.00 per quarter, payable quarterly on the first day of April, July, October and January, with the understanding that a portion of each payment shall be applied to each member's subscription to the RI official magazine. Fees for meeting rooms and meals shall be set by the board.

## **Article 7 Method of Voting**

The business of this club will be transacted by *viva voce* vote except the election of officers and directors, which will be by ballot. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

(\*: *Viva voce* vote is defined as when club voting is conducted by vocal assent.)

## **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.

## **Article 9 Committees**

Club committees are charged with carrying out the annual and long-range goals of the club. The President-elect, president and immediate past president should work together to ensure the continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for three years to ensure consistency. The president-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of the year in office. It is recommended that the chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

### **Membership:**

This committee should develop and implement a comprehensive plan for the recruitment and retention of members.

### **Public Image:**

This committee should develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities.

### **Administration:**

This committee should conduct activities associated with the effective operations of the club.

### **Service Projects:**

This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries.

### **The Rotary Foundation:**

This committee should develop and implement plans to support the Rotary Foundation through both financial contributions and program participation.

Additional ad hoc committees may be appointed as needed.

- (a) The president shall be *ex officio* a member of all committees and, as such, shall have the privileges of membership thereon.
- (b) Each committee shall transact its business as is delegated to it in these bylaws and such additional business 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 and approved by the board.
- (c) 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.

#### **Article 10 Duties of Committees**

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 when developing plans for the year.

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.

#### **Article 11 Leave of Absence**

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

#### **Article 12 Finances**

**Section 1** – Prior to the beginning of each fiscal, year, the board shall prepare a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

**Section 2** – The treasurer shall deposit all club funds in a bank, named by the board. The club funds shall be divided into two separate parts: club operations and service projects.

**Section 3** - All bills will be paid only by the treasurer or other authorized officer only when approved by two other officers or directors.

**Section 4** – A thorough review of all financial transactions by a qualified person shall be made once a year.

**Section 5** - Officers having charge or control of funds will give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

**Section 6** - The fiscal year of this club will extend from July 1<sup>st</sup> to June 30<sup>th</sup> and for the collection of members' dues will be divided into four (4) quarterly periods extending from July 1<sup>st</sup> to June 30<sup>th</sup>. The payment of per capita dues and magazine subscriptions to RI will be made on July 1<sup>st</sup> and January 1<sup>st</sup> of each year on the basis of the membership of the club on those dates.

### **Article 13 Method of Electing Members (For All Kinds of Membership)**

**Section 1** - The name of a prospective member proposed by an active, senior active or past member of the club, will be submitted to the board in writing through the club secretary. The proposal for the time being will be kept confidential except as otherwise provided in this procedure.

**Section 2** - The board will ensure that the proposal meets all the classification and membership requirements of the club constitution.

**Section 3** - The board will approve or disapprove the proposal within 30 days of its submission, and will notify the proposer, through the club secretary, of its decision.

**Section 4** - If the decision of the board is favorable, the prospective member will be informed of the purposes of Rotary and of the privileges and responsibilities of membership (including the kind of membership proposed), following which the prospective member will be requested to sign the membership proposal form and to permit his or her name and proposed classification (if active membership) to be published to the club.

**Section 5** - If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, that person, upon payment of the admission fee (if not honorary membership), as prescribed in these bylaws, will be considered to be elected to membership. If any such objection has been filed with the board, it will vote on this matter at its next meeting. If approved despite the objection, the proposed member will be considered to be elected to the membership.

**Section 6** - Following such election, the president will arrange for the new member's induction and further orientation, and the club secretary will issue a membership card to the member and will report such action to RI. In addition, the president or secretary will report the new member information to RI and the club service chairman will assign a member to assist with the new member's assimilation to the club and will assign the new member to a club project or function.

**Section 7** – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

### **Article 14 Resolutions**

The club shall not consider any resolution or motion to commit this club on any matter will be considered by the club until it has been considered by the board. Such resolutions or motions, if offered at a club meeting, will be referred to the board without discussion.

### **Article 15 Order of Business**

Meeting called to order

Introduction of visiting Rotarians  
Correspondence, announcements and Rotary information  
Committee report if any  
Any unfinished business  
Any new business  
Address or other program features  
Adjournment

**Article 16 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 amendments will have been mailed or emailed 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 standard Rotary club constitution and with the constitution of the bylaws of RI.

These revisions adopted on this the \_\_\_\_\_ day of July 2017.

\_\_\_\_\_  
Residing President of the Rotary Club of Waxahachie

\_\_\_\_\_  
Residing Secretary of the Rotary Club of Waxahachie