

## Bylaws of the Rotary Club of Port Arthur, Texas

### 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.
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### Article 2 Board

Section 1 - The governing body of this club is its board of directors, consisting of 7 members, namely, the president, immediate past president, president-elect, presidentelect nominee, secretary, treasurer, and one director elected in accordance with Article 3 Section 1 of these bylaws.

### Article 3 Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for president, president-elect, secretary, treasurer, and any open director positions, two of which shall be the immediate past president and the ex-officio or the previous past president. The nominations may be presented by a nominating committee, by members from the floor, or both. The nominating committee shall be composed of the five most recent past presidents who are willing and able to serve. The chairman of the committee shall be the immediate past president.

The nominations duly made shall be placed on a ballot under each office and shall be voted for at the annual meeting. Nominations from the floor may be made for all positions except the past president. The candidates for president, president-elect, president-elect nominee, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The candidate for director receiving a majority of the votes shall be declared elected as a director. The individual elected in such balloting shall serve as a member of the board for the year commencing on the first day of July next following the election.

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

Section 3 — A vacancy in the board of directors or any office shall be filled by action of recommendations of the Nominating Committee and voted on by membership. In case of exigent circumstances (leave of absence, sickness or departure), the president may appoint a member to fill the role as allowed in the constitution.

Section 4 — The terms of office for each role are:

Immediate Past President -	One year	Treasurer -	<u>Two years</u>
President -	<u>One year*</u>	Secretary -	<u>Two years</u>
President Elect Nominee -	_____		
Director -	_____		
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President Elect -	One year		
	One year		
	One year		

*\*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.*

Section 5 — The club president is empowered to name additional officers to serve during his/her term as President of the club if needed, with a majority vote of the standing Board of Directors. Those appointed Board members named as an officer or director shall serve for a one-year term (to complete that Rotary calendar year) and shall enjoy the same rights, privileges, and voting authority as all other elected board officers.”

**Article 4 Duties of the Officers**

Section 1 — The president presides at club and board meetings and performs such other duties as ordinarily pertains to the office of president.

The president shall, subject to the approval of the board, appoint the following standing committees: Club Administration, Club Membership committee, Service Projects & Programs, Vocational Service committee, Community Service committee, and International Service committee as deemed necessary.

Section 2 — The immediate past president serves as a director on the club board.

- Section 3 — The president-elect prepares for his or her year in office and serves as a director of the club and to perform such other duties as may be prescribed by the president or the board, including presiding at all meetings in the absence of the president.
- Section 4 — The present-elect nominee presides at club and board meetings when the president, president-elect or immediate past president are absent and to perform such other duties as ordinarily pertains to the office of president-elect nominee.
- Section 5 — A director attends club and board meetings.
- Section 6 — The secretary keeps membership and attendance records, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to RI, including the semiannual reports of membership, which shall be made to the general secretary of RI on January 1 and July 1 of each year, and including prorated reports to the general secretary on October 1 and April 1 of each active member who has been elected to membership in the club since the start of the July or January semi-annual reporting period, the report of changes in membership, which shall be made to the general secretary of RI, the monthly report of attendance at the club meetings, and perform such other duties as usually pertain to the office of secretary.
- Section 7 — The treasurer oversees all funds and provides an accounting of them. It shall be the duty of the treasurer to have custody of all funds, accounting for it 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 shall turn over to the incoming treasurer or to the president all funds, books of accounts, or any other club property.

## **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. Due notice of any changes in or canceling of the regular meeting shall be given at a meeting of the club. All members except an honorary member (or member excused by the board of directors of this club, pursuant to article VII, section 2(b) of the standard Rotary club constitution) 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 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 VIII, section 1.

- Section 2 — This club meets on Thursday at noon. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.
- Section 3 — 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 board of directors. A majority of the board members shall constitute a quorum of the board.
- Section 4 — The sergeant-at-arms maintains order in club meetings. The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board. The sergeant-at-arms position is renewable annually. The Sergeant-at-arms position is not a board member and is appointed by the President to serve for a specified time during the term of the President. This position may be rotated as determined by the President.

#### **Article 6 Dues**

- Section 1 - Annual club dues shall be determined by the membership per annum, payable quarterly, bi-annually or annually.
- Section 2 - 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.

#### **Article 7 Method of Voting**

The business of this club is conducted by voice vote 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 Committees**

- Section 1 — This club's committees comprise those listed in article 11, section 7, of the Standard Rotary Club Constitution, as well as the following: administration committee, club service committee, community service committee, vocational service committee and international service committee shall each consist of a chairman, who shall be named by the president from the membership of the board.
- Section 2 — The president is an ex officio member of all committees and, as such, shall have all the privileges of membership thereon.

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.

Section 4 - Each committee shall transact such business as is delegated to it in the 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 act until a report has been made to the board and approved by the board.

Section 5 - The president may appoint one or more committees dealing with various aspects of youth activities, which, depending on their respective responsibilities, may be under any, or all of the vocational service, community service, or international service committees.

Section 6 - Club Administration Committee

The chairman (President) of the administration committee shall be responsible for all club administration duties set forth by Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Section 7 - Club Service Committee

The chairman (President-Elect) of the club service committee shall be responsible for all club service activities and shall supervise and coordinate the work of all committees appointed on particular phases of club service.

This committee shall devise and carry into effect plans, which will guide and assist the members of this club in discharging their responsibilities in matters relating to club service. The chairman of the club service committee shall be responsible for regular meetings of the committee and shall report to the board on all club service activities.

The club service committee shall consist of the chairman of the club service committee and the chairmen of all committees appointed on particular phases of club service.

1. The president shall, subject to the approval of the board, appoint the following committees on particular phases of club service:

(1) *Membership Committee*. This committee shall as early as possible, but no later than August 31 of each year, make a classification survey of the

community; shall compile from the survey a roster of filled and unfilled classifications, applying the classification principle; shall review, where necessary, existing classifications represented in the club and shall counsel with the board on all classification problems. This committee shall consider all proposals for membership from the personal side and shall thoroughly investigate the character, business, social and community standing and general eligibility of all persons proposed for membership and shall report their decisions on all applications to the board.

(2) *Public Relations Committee.* This committee shall devise and carry into effect plans (1) to give the public general information about Rotary, its history, object, and scope; and (2) to secure proper publicity for the club.

(3) *Program Committee.* This committee shall prepare and arrange the programs for the regular meetings of the club.

#### Section 8 - Community Service Committee

The chairman of the community service committee (most recently elected Board of Director) shall be responsible for all community service activities and shall supervise and coordinate the work of all committees appointed on particular phases of community service.

The community service committee shall consist of the chairman of the community service committee and the chairmen of all committees appointed on particular phases of community service.

The president shall, subject to the approval of the board, appoint the following committees on particular phases of community service:

(1). *Environmental Protection Committee.* This committee shall devise and carry into effect plans, which will guide and assist the members of this club in monitoring and improving the quality of the community's environment.

(2). *Scholarship Committee.* This committee shall plan and provide candidates for the Foundation Trustees to consider funding for scholarships to Colleges, Universities and Technical Programs in the United States. It is noted that a minimum of one (1) scholarship should be designated to a local current full-time student attending Lamar State College Port Arthur, selected at the discretion of the College.

The president shall appoint the most recently elected board of director to oversee and coordinate the work of the above-named committees.

#### Section 9 - Vocational Service Committee

The chairman (Director) of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service. This committee shall devise and carry into effect plans, which will guide and assist the members of this club in discharging the responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations.

The vocational service committee shall consist of the chairman of the vocational service committee and the chairmen of all committees appointed on particular phases of vocational service.

The president, subject to the approval of the board, appoint the following committees on particular phases of vocational service:

- (1) *Vocational Awareness.* This committee shall develop projects and program that increase members' knowledge and appreciation of various occupations as well as emphasize the worthiness to society of all useful occupations.
- (2) *Vocational Awards.* This committee shall develop ways to recognize those who achieve vocational excellence and practice high ethical standards in their vocation.
- (3) *Audit and Budget.* This committee shall monitor and review the financial status of the club and make recommendations to the Board of Directors of any improvements warranted to maintain a sound financial standing.

The president shall appoint the Director elected to oversee and coordinate the work of the above-named committees.

#### Section 10 - International Service Committee

The chairman (President-Elect Nominee) shall be responsible for the international service activities of the club and shall supervise and coordinate

the work of any committees that are appointed on particular phases of international service. This committee shall promote the development of understanding and goodwill among Rotarians and among the people at large.

The international service committee shall consist of the chairman of the international service committee and the chairmen of all committees appointed on particular phases of international service.

The president shall, subject to approval of the board, appoint the following committees on particular phases of international service:

- (1) *World Community Service.* This committee shall devise and carry into effect plans for activities, which will improve lives and meet human needs, and thus promote international understanding and goodwill by means of material, technical and professional assistance.
- (2) *Rotary Foundation.* This committee shall encourage financial support of the Rotary Foundation, publicize the work of the Rotary Foundation both inside and outside the club, and consider ways the Rotary Foundation can serve as a resource to achieve the club's service goals.
- (3) *Music.* This committee shall coordinate musical activities for the club.

The president shall appoint the President-Elect Nominee to oversee and coordinate the work of the above-named committees.

## **Article 9 Finances**

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

Section 2 — The treasurer deposits all club funds in a financial institution or institutions designated by the board, divided into two accounts: one for club operations and one for foundation service projects.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two officers designated by the board.

- Section 4 — A thorough examination by a certified public accountant or other qualified person shall be made once each year of all the club's financial transactions and provide a report to the board of the review.
- Section 5 — Officers having charge or control of funds shall 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 - 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 7 — The fiscal year is from 1 July to 30 June.

#### **Article 10 Method of Electing Members**

- Section 1 — A member of this club or another club proposes a candidate for membership to the board and/or the membership committee.
- 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 the decision of the board is favorable, the prospective member shall be informed of the purposes of Rotary and of the privileges and responsibilities of membership, following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification 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 days following publication of information about the prospective member, that person, shall be considered to be elected to membership.
- If any such objection has been filed with the board, it shall vote on this matter at its next meeting. If approved despite the objection, the proposed member shall be considered to be elected to membership.
- Section 6 - Following the election, the president shall arrange for the induction of the new member; the club secretary shall issue a membership certificate and shall report the new member to RI; and provide appropriate literature for presentation at the induction.

**Article 11 Resolutions**

No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

**Article 12 Order of Business**

Meeting called to order

Prayer, Pledges to the US and Texas Flags

Introduction of visiting Rotarians

Correspondence and announcements

Committee reports (if any)

Any unfinished business

Any new business

Address or other program features

Citing of the 4-Way Test of the Things We Think Say or Do Adjournment

**Article 13 Amendments**

These bylaws may be amended at any regular club meeting, a quorum being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall be sent to each member at least 10 days before such meeting. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.