

**Bylaws of the Rotary Club of
IDAHO FALLS, IDAHO
(1041)**

Article I 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 each July 1.

Article 2 Board

The governing body of this club shall be the board consisting of 12 members, namely, 6 directors elected in accordance with these bylaws, the president, vice-president, president-elect (or president nominee, if no successor has been elected), secretary, treasurer, and the immediate past president. The board may also appoint assistants to the secretary and treasurer and, if appointed, the assistant will also serve on the board.

Article 3 Term of Office

Each officer shall serve a term of one year, provided, however, the secretary and treasurer, assistant secretary and assistant treasurer may be elected to so many successive terms of office as the board shall determine. Each director shall serve a term of two years, half the number of directors being elected every year. The directors serving at the time this Article is adopted may be nominated to serve a second one-year term so as to complete a two-year term in office. Beginning with the election for directors to take office on July 1, 2009, the members shall elect as many directors as necessary so that 3 directors will serve a term to expire on June 30 of an odd-numbered calendar year and 3 directors will serve a term to expire on June 30 of an even-numbered calendar year.

Article 4 Election of Directors and Officers

Section 1: At the board meeting held during October of each year, the New Horizons Committee, consisting of the most recent three past presidents of the Club who remain

members, will present a slate of nominees to the Board of Directors for approval. The nominees shall be for the offices of President, President-Elect, Vice-President, Secretary and Treasurer. Normally only one person will be nominated for the offices of President, President-Elect, Secretary and Treasurer. The committee shall endeavor to present at least three candidates for the office of Vice-President. The committee shall also present nominees for the board vacancies to occur as of June 30, the end of the then-current Club year. The committee shall endeavor to present at least two more persons as nominees than there are board member positions to be filled.

At the first three Club meetings in November, the President will announce the slate of candidates to the Club and ask for nominations from the floor. Any nomination from the floor will require a second and the nominee's consent.

On the first three regular club meetings in December, not including a round table or the Christmas party, a written ballot containing the names of all nominees for each office, in alphabetical order by office, will be distributed to members in attendance at the meeting. The ballot will appear on one side of the page and the member's name and the date shall appear on the back side. The member shall be asked to fold the ballot in half so the member's name and the date of the ballot are showing and the ballot is hidden. All ballots cast will be handed to the Secretary who will hold them until the balloting on the third week is completed. Only the most recent ballot of a member who happens to vote more than once will be counted. The secretary will hand all the most recent ballots of each member to the New Horizons committee which will count the ballots and announce the results at the conclusion of the third regular meeting in December.

The candidate receiving the highest number of votes for each office will be elected to that office for a term to begin on the following July 1. The three nominees for director receiving the highest number of votes will be elected to any vacant two-year terms. The remaining nominees for director receiving the then highest number of votes will be elected to any vacant one-year terms. In the event of a tie for any position, the candidate who will serve in such position shall be chosen by a majority of the members of the New Horizons Committee.

Section 2: A vacancy in the board or any office or any officer-elect or director elect shall be filled by action of the remaining directors.

Article 5 Duties of and Officers

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

president.

Section 2: *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, including but not limited to planning the yearly summer picnic and Christmas party

Section 3: *Vice-President.* It shall be the duty of the vice-president to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertain to the office of vice-president, including but not limited to chairing the program committee and choosing program chairs for each month of the Rotary year.

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, and prorated reports on 1 October and 1 April of each active member who has 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 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform other duties as usually pertain to the office of secretary.

Section 5: *Treasurer.* 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 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 6 Meetings

Section 1: *Annual Meeting.* An annual meeting of this club shall be held on the third Wednesday in December each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2: *Weekly Meeting.* The regular weekly meetings of this club shall be held on Wednesday at 12:10 pm.

Section 3: *Notice.* Due notice of any changes in or canceling of the regular meeting

shall be given to all members of the club.

Section 4: *Quorum.* All members, excepting an honorary member (or member excused pursuant to article 8, sections 3 and 4 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 (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 8, sections 1 and 2. One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 5: *Board Meetings.* Regular meetings of the board shall be held once per month, the day and time of such meetings to be determined by the then-serving board. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

Section 6: *Quorum for Board Meetings.* A majority of the directors shall constitute a quorum of the board.

Section 7: *Robert's Rules.* Roberts Rules of Order will Govern all business.

Article 7 Fees and Dues

Section 1: The admission fee shall be \$75.00 to be paid before the applicant can qualify as a member

Section 2: The membership dues shall be \$175.00 per quarter, on the first day of January, April, July and October with the understanding that a portion of each semiannual payments shall be applied to District dues, RI dues and the member's subscription to the RI official magazine. The Secretary, Treasurer, Assistant Secretary and Assistant Treasurer shall be exempt from payment of dues. Exempt, excused members and members on board approved leave of absence shall pay RI dues, District Dues, the cost of the subscription to the RI official magazine, the charge for meals served at meeting when the member attends, and other fees and dues as determined by the board.

Article 8 Method of Voting

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

Article 9 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 Youth Service. This club will be active in each of the Avenues of Service.

Article 10 Committees

Club committees are charged with carrying out the annual and long-range goals of the club based on the Avenues of Service. The president-elect, president and immediate past president should work together to ensure 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.

Club Public Relations

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

Club Administration

This committee should conduct activities associated with the effective operation 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.

Rotary Foundation

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

New Horizon

This committee shall consist of the past 3 club presidents. This committee will be responsible for the annual election of officers, review and recommend changes to the constitution and bylaws each spring and to provide representative to the board of the Idaho Falls Rotary #380 Charitable Association, Inc.

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 all 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 11 Duties of Committees

The duties of all committees shall be established and reviewed by the president. In declaring the duties of each, the president shall make reference to appropriate RI materials. The service project committee will consider vocational service, community service and international service avenues 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.

Article 12 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 a specified length of time.

Article 13 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 shall be paid 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 each year.

Section 5: Officers having charge or control of club funds shall give bond as 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 shall extend from 1 July to 30 June, and for the 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.

Article 14 Method of Electing Members

Section 1: The name of a prospective member, proposed by an active member of the club, shall be submitted to the board in writing, through the club secretary. A transferring or former member of another club may be proposed to active membership by the former club. The proposal shall be kept confidential except as otherwise provided in this procedure.

Section 2: The board shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary club constitution.

Section 3: The board shall approve or disapprove the proposal within 30 days of its

submission, and shall notify the proposer, through the club secretary, of its decision.

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 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 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, 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, upon payment of the admission fee (if not honorary membership), shall be considered to be elected to membership.

Section 6: Following the election, the president shall arrange for the new member's induction, membership card, and new member Rotary literature. In addition, the president or secretary will report the new member information to RI and the president will assign a member to assist with the new member's assimilation to the club as well as 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 15 Resolutions

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

Article 16 Order of Business

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.

Article 17 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 amendment shall have been mailed to each member at least ten (10) 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 and bylaws of RI.

As amended effective February 26, 2019.