

Bylaws of the Rotary Club of Mineral Wells

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Bylaws of the Rotary Club of Mineral Wells

Club bylaws supplement the Standard Rotary Club Constitution and the Rotary Code of Policies with common club practices. The bylaws in this document once adopted are binding for the members of the club.

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 July 1.

Article 2 Board

The governing body of this club is its board of directors, consisting of officers: the president, immediate past president, president-elect, secretary, executive secretary and treasurer and committee chairs: Rotary Foundation, Club Administration, Membership, Public Image, and Service Projects.

Article 3 Elections and Terms of Office

Section 1 — The election of Officers and Directors takes place at the Annual Meeting, which is held the first Wednesday meeting in December. A Nominating Committee, appointed in September by the President, consisting of three members of the Board and two Club members, shall present to the Club a proposed slate of Officers and Directors at the first meeting of November. Additional nominations may be taken from the floor. A final written slate is then presented and voted upon at the Annual Meeting.

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.

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>
Vice President/President-Elect	<u>one year</u>
Treasurer	<u>multiple years</u>
President-Elect Nominee	<u>elected at Annual Meeting and ending June 30</u>
Secretary	<u>one year or multiple years</u>
Directors	<u>multiple years</u>

Article 4 Duties of the Officers

Section 1 — It shall be the duty of the **President** to preside at meetings of the Club and the Board, whenever possible represent and speak for the Club as required, and perform other duties as ordinarily pertain to the office of President. The President may only vote on matters before the Board of Directors unless needed for a quorum or to break a tie. The President will attend the Vibrant Club Workshop, the district Rotary Foundation Gala/Fundraiser and the District Conference for the year in office.

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

Section 3 — It shall be the duty of the **Vice President/President-Elect** to serve as an Officer and to perform such other duties as may be prescribed by the President or the Board. The President-Elect will attend the PETS training and the District Assembly and is encouraged to attend the District Conference and the District Rotary Leadership Institute if not previously attended. It shall be the duty of the President-Elect 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 President-Elect. The President-Elect shall also serve as chairman of the membership committee.

Section 4 — The **President-Elect Nominee** is encouraged to attend the annual PETS training and the District Assembly as well as the District Rotary Leadership Institute if not previously attended. The President Elect-Nominee will become the President-Elect on July 1 following election in December.

Section 5 — It shall be the duty of the **Secretary** to keep membership records; record attendance at meetings and submit the monthly attendance report to the board; record and preserve the minutes of monthly board meetings and the annual meeting; report changes in membership to RI, including the semiannual reports of membership on January 1 and July 1 of each year, provide the monthly attendance report to the board, and perform other duties as usually pertain to the office of Secretary. The Secretary is encouraged to attend the District Assembly, District Conference, and District Rotary Leadership Institute.

Section 6 — 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, collect and remit dues and RI official magazine subscriptions, and to perform other duties as pertains 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.

Section 7 — The **Executive Secretary** shall be appointed to the Board by the President. It shall be the duty of the Executive Secretary to aid in reporting as required to RI changes in membership prior to the semiannual reports of membership on January 1 and July 1 of each year; collect and remit dues and RI official magazine subscriptions and perform other duties as requested by the President and/or the Board.

Article 5 Meetings

Section 1 — An annual meeting of this club is held on the first Wednesday in December to elect the officers and directors who will serve for the next Rotary year.

Section 2 — This club meets on Wednesdays 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, usually on the first Tuesday of the month. Special meetings of the board are called with reasonable notice by the president or upon the request of two directors.

Section 4 — A member must:

- 1) attend or make up at least 50 percent of regular club meetings or satellite club meetings; engage in club projects, events, and other activities for at least 12 hours in each half of the year; or achieve a proportionate combination of both;

and

- 2) attend at least 30 percent of this club's regular meetings or satellite club meetings or engage in club projects, events, and other activities in each half of the year.

A member who fails to attend as required may be terminated unless the board consents to the non-attendance for good cause.

Article 6 Dues

Section 1 — An admission fee, the amount to be determined from time to time by the Board of Directors, shall be paid with the Member's pro-rated membership fees for the first year of membership upon the approval of the new Member.

Section 2 — The membership dues, the amount to be determined from time to time by the Board of Directors, shall be paid quarterly or annually by the first day of July, with the understanding that a portion of each quarterly payment shall be applied to each member's subscription to The Rotarian, RI's official magazine.

Article 7 Method of Voting

Section 1 – 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.

Section 2 – One-third of the membership shall constitute a quorum at the annual and regular meetings of this Club.

Section 3 – If a quorum is not present, the proposed vote or motion may be e-mailed to all voting members requesting their vote Yay/Nay by e-mail correspondence.

Article 8 Committees

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

- a) Club Administration: member communications, website, social events
- b) Membership: attraction, engagement, new member orientation, diversity
- c) Public Image: media relations, advertising & marketing, web & social media
- d) Rotary Foundation: polio, fundraising (for grants), grants
- e) Service Projects: international, community, vocational, youth services, fundraising

The board or president may appoint additional committees as needed.

Section 2 – The president is an ex officio member of all committees.

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.

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 club funds in a financial institution or institutions designated by the board, divided into two accounts: one for club operations and one for service projects.

Section 3 – Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors.

Section 4 – A qualified person conducts a thorough annual review of all financial transactions.

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 Treasurer also acts as Treasurer for the Mineral Wells High School Interact Club.

Section 7 — The fiscal year is from July 1 to June 30.

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 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 and pro-rated membership dues (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 and pro-rated membership dues (if not Honorary Membership), shall be considered to be elected to membership.

Section 5 — Following the election, the membership chair 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 6 — The Club may elect, in accordance with the Rotary Club Constitution, Honorary Members proposed by the Board.

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. If a quorum is not present, the proposed vote or motion may be e-mailed to all voting members requesting their vote Yay/Nay by e-mail correspondence. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.