



Pequannock Valley Rotary

By-Laws

February 6, 2025

PEQUANNOCK VALLEY ROTARY BY-LAWS

Draft of 01/26/2025 Revised 01/27/2025-KMP

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PREAMBLE

WHEREAS, the Pequannock Valley Rotary Club has updated their By- Laws which are attached and incorporated herein; and

WHEREAS, it is the intention of the Board of Directors, Officers, and all Members to live and be guided by the Rotary code of Ethics which is also attached and incorporated; and

WHEREAS, all meetings conducted by the Rotary Club pursuant to its By- Laws shall and is hereby governed by Robert's Rules of Order Newly Revised.

NOW THEREFORE, this Preamble and the By-Laws as revised and incorporated shall and hereby be effective this March 19, 2025. .

Organization.- The name of the organization shall be the Pequannock Valley Rotary Club.
The seal of the organization is imprinted in the margin herein:

Object - The following is the object for which this organization has been organized:

The Object of Rotary is to encourage and foster the ideal of service as a basis of worthy enterprise and, in particular, to encourage and foster:

First - The development of acquaintance as an opportunity for service;

Second - High ethical standards in business and professions, the recognition of the worthiness of all useful occupations; and the dignifying of each Rotarian's occupation as an opportunity to serve society;

Third - The application of the ideal of service in each Rotarian's personal, business, and community life;

Fourth - The advancement of international understanding,

good will, and peace through a world fellowship of business and professional persons united in the ideal of service.

BYLAWS

Article I: Election of Officers

Section 1 -Nominations and Voting:

At the November business meeting, one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for candidates to only nominate a president nominee. The nominations may be presented by the nominating committee, by members from the floor, or by both. If it is decided to have a nominating committee, the club board of directors shall appoint that committee at the October board meeting.

The nominating committee shall consist of no less than three members of the board and it shall include two past presidents and a board member at large. This committee will be chaired by one of the past presidents.

The members of the nominating committee will serve for a term of one year.

Recognizing the importance and necessity for continuity and professionalism with the positions of secretary and treasurer, qualified individuals shall be appointed to the positions of secretary and treasurer by the club board of directors and serve at their pleasure.

Section 2 - Board of Directors:

The three elected officers outlined above, together with the immediate past present, the secretary, the treasurer and the Pequannock Valley Rotary Foundation Chairman and the two directors appointed by the president-elect plus the four at large directors continuing in their terms shall constitute the board of directors. At their first meeting, they shall select one member of the club to act as sergeant-at-arms.

Section 3: Vacancies - Board of Directors:

A vacancy in the board of directors or any office shall be filled by action of the remaining members of the board.

Section 4: Vacancies - Officer-elect or Incoming Director:

A vacancy in the position of any officer-elect or incoming director shall be filled by action of the remaining members of the incoming board.

Article II – Board of Directors

The governing body of this club shall be the board of directors consisting of up to sixteen members of this club, namely, the four directors elected or appointed as officers in accordance with Article I, section I, of these by-laws, namely the President, President Elect, President Nominee, Secretary, Treasurer, Foundation Chairman, and the immediate Past President and six appointed at large directors, including the two directors appointed by the

incoming President each year to a three year term and four continuing in the current terms. No appointed director shall serve more than two consecutive three year terms.

Appointed, at large director's terms will be set on a staggered basis for a three-year period, commencing on July 1 of the year of their appointment.

Article III Duties of the Officers:

Section 1 – President –

It shall be the duty of the president to lead the meetings of the club and board, oversee all committees, and represent the club externally.

Section 2 – President Elect–

It shall be the duty of the President to act as a supportive leader and prepare to step into the president's role when needed. The President Elect shall be the Sergeant of Arms at the Board meeting. The President Elect should have oversight of committee effectiveness

Section 3 – President Nominee

Shall support the activities of both the president and the president elect. The president nominee should also be a member of the finance team

Section 4 – Secretary –

It shall be the duty of the secretary to maintain vital records and communication, ensuring transparency and accountability including recording and distributing minutes of board meetings and updating Club Runner. In addition to the minutes to be taken at the board meetings, it shall also be the responsibility of the secretary to record the minutes of the monthly business meetings and the annual "Fireside" meeting. The club secretary should also be responsible for maintaining the club Calendar of events and maintaining a list of valid contexts outside of Rotary members

Section 5 – Treasurer –

It shall be the duty of the treasurer to be responsible for the club's financial health, ensuring funds are managed according to regulations. The Treasurer shall chair the Finance Committee.

Section 6 – Sergeant-at-Arms –

The duties of the Sergeant-at-arms shall ensure meetings run smoothly and maintain order, enhancing the overall experience for members and guests.

Section 7 - All Officers –

All officers shall remit to the club all records, rotary documentation and expenses upon their retirement, resignation or and/or at the conclusion of their term in office.

Article IV Meetings:

Section 1 – Annual Meetings:

An annual meeting of the club shall be held each year between the dates of July first and December thirty first, at which time the election of officers and directors to serve for the ensuing year shall take place. The date for the annual meeting shall be set by the president of the club then in office with the approval of a majority of the members of the club.

Section 2 – Regular Meetings:

The regular meetings of the club shall be scheduled with due regard to continuity of effort to maximize membership attendance.

Section 3 – Quorum - Regular and Annual Meetings:

One third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4 – Board Meetings:

Regular meetings of the board shall be held on the second Wednesday of each month. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon request of two (2) members of the board, due notice having been given.

Section 5 – Quorum - Board Meetings –

A majority of the board members shall constitute a quorum of the board.

Article V Fees and Dues:

Section 1 – Initiation Fee:

The initiation fee shall be determined by the board at the beginning of each Rotary year and be paid before the applicant can qualify as a member.

Section 2 – Membership Fee:

The membership fee shall be set and voted upon by the board at the June board meeting, payable annually on the first day of July.

Article VI Method of Voting:

The club utilizes a voice vote for most decisions, facilitating quick consensus-building. However, the formal election process for officers ensures that all members have a voice in leadership selection.

Article VII Committees:

Section 1 – Committees –

The beginning of each Rotary Year the president shall, present to the club a committee road map the highlights committee objectives for the year. Member should be encouraged to partake or lead. Committee are structured around Rotary five Avenue of Services.

- I. Club Service
- II. Community Service
- III. International / District Service

IV. Vocational Service

V. Youth Service

The establishment of various committees allows members to focus on specific areas of service, fostering collaboration and engagement in community projects. Each committee is led by a chairperson who reports to the overseeing board member who shall report back to the board. Each committee chair should create a guideline of the fundraising effort they chair which could be shared with other members who may be interested or willing to co-chair/chair in the future. Also financial report has to be submitted to the board of the fundraiser.

Article VIII Leave of Absence

Upon written application to the board, setting forth good and sufficient cause, a leave of absence may be granted excusing a member from attending.

Note: Such leave of absence does operate to prevent a Forfeiture of membership; it does not operate to give the club credit for the member' attendance. Unless the member attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provisions of the Standard Rotary Club Constitution is not computed in the attendance record of the club.

Article IX Finances;

Section 1 –

At the beginning of each rotary year the treasure should format A Finance Committee consisting of the new president nominee one board member and one member at large. The Finance Committee should work with the incoming presidents to format a budget for the calendar year. This should be presented to the members at large within the first month of office

Section 2 –

The treasurer shall deposit all funds of the club in the bank chosen by the board into either the Club Operating Account, the Club Foundation Account, or the Club Welfare account as prescribed by Rotary International rules and generally accepted accounting principles, rules and regulations and in accordance with tax law.

Section 3 –

All bills shall be paid only by checks signed by the Treasurer and another officer of the club who has been approved by the board. Dual signatures are required on all checks.

Section 4 –

The club treasurer shall present a preliminary financial statement each month of both the Club Operating Account and the Club Foundation account and any changes to the Welfare Account. Will be part of the board minutes and presented to the club at the next general business meeting

Section 5 –

The fiscal year of this club shall extend from July first to June thirtieth of the following calendar year. The payment of per capita dues and magazine subscriptions to RI shall be made on July first and January first of each year on the basis of the membership of the club on those dates. The foundation operates under a different EIN number and for tax purposes its physical year runs from January 1st through December 31st.

Section 6 –

The proposed budget shall stand as the limit of expenditures for the respective purposes in the budget for the year, as supported by revenue or other identified sources, unless otherwise authorized by action of the club board and approved by vote of a majority of the membership.

Expenditures not included in the proposed budget and less than \$300.00 may be authorized by action of the board without submission to the general membership for ratification provided a funding source is identified.

Article X Method of Electing Members

Section 1 – Active Members (including additional active members):

In order to be considered for membership, a person shall have attended three meetings within six weeks and at such meetings, have been introduced and identified as a prospective member, provided that a

recommendation has been submitted to the club by their sponsor beforehand (or in the absence thereof the membership committee). The name of a prospective member, proposed by an active or past service member of the club (sponsor), shall be submitted to the board through the club secretary. During such six-week period or within ten days following the six-week period, objections to a prospective membership may be made in writing or by personal appearance at a Meeting of the Board of Directors of the club and said objection shall be made a part of the minutes of the meeting.

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The board shall consider and approve or disapprove the proposed member's application and if no objection is registered, shall then notify the proposer, through the club secretary, of its decision.

If no objection is registered, the sponsor of the prospective member will give them an application for membership and request a check in the amount due. If at their next regular meeting together with one or more members of the board of directors shall review with the prospective member, the purposes of Rotary and of the privileges and responsibilities of membership in the club, following which the prospective member shall agree to and accept the terms of membership, be published to the club and be announced as a member at a regular meeting of the club. They will be presented with a new member kit by the secretary.

If any objection to a prospective member has been

filed with the board, it shall consider the same at any regular or special meeting of the board and shall ballot on the proposed member. If a Board vote does not exceed three (3) negative votes cast by the members of the board in attendance at such regular or special meeting, the proposed member shall be considered to be elected to membership following the provisions as outlined above. If the decision of the board is unfavorable to the applicant, the secretary shall notify the sponsor who will so advise the applicant.

Following the member's election to membership as herein provided, the club secretary shall issue a membership card to the member and shall report their name to the general secretary of Rotary International.

Section 2 - Transfers:

A member of another club who wishes to transfer their membership to our club, must be in good standing with their previous club and attend three meetings at our club prior to the membership of PV Rotary voting on their application.

Article XI 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.

Between board meetings, the board may take a vote on donations of not more than three hundred (\$300.00) by voice, telephone or email if time is of the essence.

Article XII Order of Business:

- Flag Salute/Prayer
- Call to Order Introduction of Visitors
Happy/Sad dollars Correspondence
Announcements Lunch
- Committee Reports Fellowship
- VIP
- Unfinished Business New Business Program
- Sergeant -at-Arms Adjournment

This order of business may be changed by the president in order to facilitate the orderly and efficient progress of the meeting.

Article XIII Amendments

These bylaws may be amended at any regular meeting of the club, a quorum being present, by two-thirds vote of all members present, provided that notice of such proposed amendment shall have

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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 club constitution and with the constitution and bylaws of RI.

Received by:

Name _____

**Club
Secretary** _____

Dated _____

The Rotary Code of Ethics/Conduct

The ethical guidelines outlined below emphasize the importance of integrity and service in business practices, aligning with Rotary's broader mission of community and international service.

A member or honorary member of Pequannock Valley Rotary will:

1. Act with integrity and high ethical standards in their personal and professional life
2. Deal fairly with others and treat them and their occupations with respect.
3. Use their professional skills through Rotary to mentor young people, help those with special needs, and improve people's quality of life in their community and in the world.
4. Avoid behavior that reflects adversely on Rotary and other Rotarians.
5. Help maintain a harassment-free environment in Rotary meetings, events, and activities; report any suspected harassment and help ensure non-retaliation to those individuals who report harassment.

All "Rotarians" are urged to live and practice the "FOUR-WAY TEST" as a member, in their businesses and in their everyday lives. The four test questions are:

- ✓ **Is it the truth?**
- ✓ **Is it fair to all concerned?**
- ✓ **Will it build good will & better friendships?**
- ✓ **Will it be beneficial to all concerned**



BE THE INSPIRATION

Pequannock Valley
Rotary



"SERVICE ABOVE SELF"

Serving the New Jersey towns

Pequannock Township, Riverdale, Lincoln Park

Rotary District 7475