

Bylaws of the Rotary Club of Springfield South Springfield, IL

Adopted May 16, 2024

ARTICLE I Identity, Purpose, Authority and Definitions

Section 1 — Identity. This club shall be known and referred to as the “Rotary Club of Springfield South” and may commonly be referred to by that name or as the “Springfield South Rotary Club.”

Section 2 — Purpose. The purposes of this club are delineated in the Object of Rotary statement from Rotary International (RI), as now and hereafter amended.

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

Section 3 — Authority. Rotary has a hierarchy of “authorities” which govern the Rotary community. In the order of primacy these authorities are:

1. Rotary International Constitution
2. Rotary International Bylaws
3. Rotary Code of Policies
4. District Bylaws
5. Club Constitution
6. Club Bylaws
7. Club Board of Directors Resolutions

These bylaws are the basic operation authority for the Rotary Club of Springfield South, except where they may be in conflict with any primacy authority above them, and take precedence over any other rules, policies, customs or statements to the contrary.

Section 4 — Definitions. When used in these bylaws, the following words will have the meaning respectively ascribed to them in this section:

1. Board: The board of directors of this club.
2. Director: A member of 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 the club's members for club decisions and a majority of the directors for club board decisions.
5. RI: Rotary International.
6. Year: The twelve-month period beginning July 1st.

ARTICLE II Board

The governing body of this club is its board of directors, consisting of, at a minimum the president, immediate past president, president-elect, secretary, treasurer and such other directors as elected by the club at the most recent annual election of the board of directors.

ARTICLE III Elections and Terms of Office

Section 1 — Nominating Committee. There is hereby created a nominating committee to be composed of three club members. These three club members shall be the most recent past-presidents who are still members in good standing of the club. If there are not sufficient past-presidents available, then the nominating committee shall consist of those past-presidents who are available and such other club members as the president shall appoint, with the approval of the board. If a vacancy exists on the nominating committee, the vacancy shall be filled by the next most immediately available past-president or if there is no such person, by a club member appointed by the president, with the approval of the board. It shall be the function of the nominating committee to annually certify a ballot for the election of officers and directors of the club and they shall specify the proposed standing committees for the club for the ensuing year. The nominating committee shall be the final arbitrator of all election controversies.

Section 2 — Nominating and Election Procedures. The board of directors may reject or modify the recommendations of the nominating committee by a two-thirds vote of the board. The nominating committee shall report its certified ballot to the board of directors by the board meeting which is just prior to the last Thursday in November. If the nominating committee fails to certify a ballot by the last Thursday in November, then the board may establish the ballot on its own motion.

At the last club meeting in November, the president shall announce the official nominations to the club membership. The election of officers and directors to serve for the ensuing year shall take place at the annual meeting in December. Prior to a call for a vote, the president shall call for nominations and recommendations for what standing committees shall be empanelled for the next year from the floor. An individual nominated from the floor shall be

placed on the ballot for the office for which the individual is nominated if the nomination is seconded by at least three club members.

Where an office is uncontested, the voting may be done by voice vote. Where an office is contested, the voting shall be by ballot. Any vote shall be taken by ballot if two or more members so request. Individuals shall be listed on the ballot in alphabetical order under each office. The candidate receiving the largest number of votes shall be declared the winner.

The candidate who receives a majority of the votes for each office shall be declared elected to that office.

Section 3 — Installation *and Period of Service.* The newly elected officers and directors shall be given their oath of office and installed at the club meeting which is closest and prior to June 30th, and shall take office at the next club meeting following July 1st. Elected officers and directors shall serve for the one year period ending on the following June 30th or until their successor is qualified and installed.

Section 4 — Board *and Board-Elect Vacancies.* A vacancy on the board of directors shall be filled by majority vote of the remaining Board members. A vacancy in the position of any officer- or director-elect shall be filled by action of the remaining members of the board of officers- or directors-elect.

Section 5 — Terms of Office. The terms of office for each role are:

President -	a minimum of one (1) year
Immediate Past President -	a minimum of one (1) year
President-Elect -	a minimum of one (1) year
Secretary -	a minimum of three (3) years
Treasurer -	a minimum of three (3) years
Director -	a minimum of one (1) year

ARTICLE IV Duties of Officers and Directors

Section 1 — President. It shall be the duty of the president to preside at meetings of the club and the board, to exercise the ultimate authority to finally approve or disapprove all policy not requiring board action and to perform other duties as ordinarily pertain to the office of president.

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

Section 3 — President-Elect. The president-elect prepares for his or her year in office and serves as a director as well as presiding at club and board meetings when the president is absent.

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 January 1st and July 1st 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 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. The secretary and treasurer may work jointly to provide membership and subscription data and remittance to RI.

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 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 6 — Director. It shall be the duty of a director to attend club and board meetings, faithfully participate in the governance of the club, and strive to fulfill the objectives of Rotary.

ARTICLE V 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.

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 directors.

Section 4 — One-third of club membership shall constitute a quorum at the annual and regular meetings of this club.

Section 5 — The Board shall meet, preferably once each month, at a time and place established by the Board. Prior to the first Board meeting of any newly elected Board, an announcement of that meeting shall be made to the membership at a regular club meeting. Prior to the second meeting of a newly elected Board, the Board shall announce its schedule of Board meetings for the entire club year for which the Board is serving. The board may amend its schedule of meetings or change a particular meeting upon agreement of the board or the call of the president; however, every effort should be made to give adequate notice of such changes to the membership. 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 — A simple majority of the board shall constitute a quorum for the transaction of board business.

ARTICLE VI Fees and Dues

The annual membership dues shall be as established by the board of directors, payable semiannually or quarterly as the Board determines, with the understanding that a portion of each semiannual or quarterly payment shall be applied to each member's subscription to the RI official magazine.

ARTICLE VII 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 VIII Committees

Section 1 — The club shall have such committees as the board of directors shall deem necessary.

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 IX Finances

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

Section 2 — The treasurer shall deposit all club funds in a bank, named by the board.

Section 3 — Bills shall be paid by the treasurer or other authorized officer when approved by two other officers or directors; however, bills for payment of budgeted items do not require specific approval before payment. Reports showing financial transactions shall be provided at regular meetings of the board.

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 fiscal year is from 1 July to 30 June.

ARTICLE X 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 an active member of the club. The proposal shall be kept confidential except as otherwise provided in the procedure.

Section 2 — The board shall approve or disapprove the proposal within fourteen (14) days of its submission and shall notify the club membership, through the club secretary of its decision.

Section 3 — 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, 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 4 — 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 5 — The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

ARTICLE XI Resolutions

The club shall not consider any motion or resolution 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 XII 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. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.