

Topeka South Rotary Club

Bylaws

Article 1.

Definitions

As used in these bylaws, unless the context otherwise clearly requires, the words in these bylaws shall have the following meanings:

1. Board shall mean the Board of Directors of this Club.
2. Director shall mean a member of this Club's Board of Directors.
3. Member shall mean a member of this Club other than an honorary member.
4. RI shall mean Rotary International.
5. Year shall mean the twelve-month period that begins on July 1, and ends the following June 30.
6. District shall mean Rotary International District 5710.
7. Club shall mean Topeka South Rotary Club.
8. Committee shall mean one of the five standing committees (i.e. Club Administration, Public Relations, Membership, Service Projects or Rotary Foundation) or such other *ad hoc* committees as created by the Board.

Article 2.

Board

The governing body of this Club shall be the Board. The Board shall include the President, First Vice President, Second Vice President, Secretary, Treasurer, Sergeant-at-arms, immediate Past President, and 7 directors elected in accordance with these bylaws.

Article 3.

Election of Directors and Officers

At a regular Club meeting at least two weeks prior to the annual Club meeting, the First Vice-President shall present before the membership the proposed names and positions of the Board for the following Year. The Board shall be assembled from the existing Board and the Members in an effort to further the goals of the Club, the District and RI. The Members will have an opportunity to provide feedback and comments prior to the election of the proposed Board. As feedback and comments are received, adjustments to the proposed Board may be made by the First Vice-President. At the annual Club meeting, the Members will elect the Board for the succeeding Year.

Any Board vacancy shall be filled by action of the remaining directors as provided in these bylaws.

Any vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining directors-elect.

Article 4.

Duties of Officers and Directors

The President shall preside at meetings of the Club and of the Board and shall perform those other duties ordinarily associated with the office of president.

The ~~First Vice-President~~ performs such duties as may be prescribed by the President or the Board.

The Second Vice-President shall preside at meetings of the Club and the Board in the absence of the President and shall perform such other duties as ordinarily associated with the office of second vice-president.

The Secretary shall 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 1, and July 1, and prorated reports on October 1, and April 1, of each active, senior active and past service Member who has been elected to membership in the Club since the start of the July or January semi-annual 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 Treasurer shall have custody of all Club funds and account for it to the Club annually and upon demand by the Board, and shall perform other duties as ordinarily associated with 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 in the Treasurer's possession.

The Sergeant-at-arms shall perform the duties ordinarily associated with such office and other duties as may be prescribed by the President or the Board.

The Immediate Past President shall perform such duties as may be prescribed by the President or the Board.

The at-large directors shall attend Board meetings on a regular basis and become engaged in the general operations of the Club. The at-large directors will be asked to provide input and feedback on any variety of Club issues, and will be asked to perform other duties as may be prescribed by the President or the Board.

All members of the Board shall have the right to vote, and to make and second

motions, except the President who shall vote only in secret ballots, or to make or break a tie vote.

All members of the Board are expected to represent the Club at District events and meetings as requested by the District.

Article 5.
Meetings and Quorum

An annual meeting of this Club shall be held during a special or regular weekly meeting, but no later than the second Friday of December in each year, at which time the election of officers and directors to serve for the ensuing Year shall take place.

The regular weekly meetings of this Club shall be held on Friday at 7:15 a.m. Due notice of any changes in or canceling of the regular meeting shall be given to all Members. All Members other than honorary members (or members excused pursuant to article 9, sections 3 and 4 of the standard Rotary Club constitution) in good standing on the day of the regular meeting must be counted as present or absent, either at this Club or at any other Rotary club.

One-third of the Members shall constitute a quorum at the annual and regular meetings of this Club.

Regular meetings of the Board shall be held monthly, on a day as determined annually. Special meetings of the Board shall be called by the President whenever deemed necessary, or upon the request of two (2) members of the Board, due notice to all Board members having been given.

A majority of the directors shall constitute a quorum of the Board.

Article 6.
Fees and Dues

The admission fee for Members shall be such amount as prescribed by the Board annually or from time-to-time.

Member dues including those for Members opting for treatment under the RI Rule of 85, shall be such amount as prescribed by the Board annually or from time-to-time. Member dues, fees and charges shall be billed and collected by the Club on the first day of each calendar quarter. Dues and fees payable by the Club to RI shall be paid by the treasurer to RI as prescribed by RI, with the understanding that a portion of each semi-annual payment shall be applied to each Member's subscription to the RI official magazine.

Article 7.
Method of Voting

The business of this Club shall be transacted by voice vote, provided however, the Board may determine that a specific resolution be considered by secret ballot rather than by voice vote.

Article 8.
Avenues of Service

The Avenues of Service are the philosophical and practical framework for the work of this Club. The Avenues are Club Service, Vocational Service, Community Service, International Service, and Youth Service. This Club will be active in each Avenue of Service.

Article 9.
Committees

Club committees are charged with carrying out the annual and long-range goals of the Club based on the Avenues of Service. The First Vice-President, Second Vice-President, 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 First Vice-President is responsible for appointing committee members to fill vacancies, appointing committee chairs and conducting planning meetings prior to the start of the Year. It is recommended that the committee chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

The Membership Committee should develop and implement a comprehensive plan for the recruitment and retention of Members.

The Club Public Relations Committee should develop and implement plans to provide the public with information about Rotary and to promote the Club's service projects and activities.

The Club Administration Committee should conduct activities associated with the effective operation of the Club.

The Service Project Committee should develop and implement educational, humanitarian and vocational projects that address the needs of our community and communities in other countries.

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

Additional *ad hoc* committees may be appointed as needed by the President or the Board. Subcommittees of all standing committees shall be established and reviewed by the President. In establishing those subcommittees, the President shall make reference to appropriate RI materials.

The President shall be an *ex officio* member of all committees with the right to vote, and to make and second motions.

Each committee shall transact its business as 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.

Each committee 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.

The chair of each standing committee shall be an *ex officio* member of all subcommittees of that standing committee and shall have the right to vote, and to make and second motions.

Each subcommittee shall transact its business as delegated or referred to it by its respective standing committee, the standing committee chair, the President or the Board. Except where special authority is given by the Board, such subcommittees shall not take action until a report has been made and approved by its respective standing committee and the Board.

Article 10.

Duties of Committees and Subcommittees

The duties of all committees and subcommittees 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 and subcommittee 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. Committees and subcommittees shall meet regularly to conduct business in furtherance of executing their prescribed duties and plans. It shall be the primary responsibility of the First Vice President 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 as noted above.

Article 11.
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. Any Member granted such a leave of absence shall be obligated to pay the meal cost of weekly Club meetings during the approved leave of absence as well as all other fees, dues, and charges related to membership as such obligations become due as if no leave of absence had been granted.

Article 12.
Finances

Prior to the beginning of each 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.

The Treasurer shall deposit all Club funds in a bank selected by the Board. The Club funds shall be divided into two separate parts: Club operations and service projects.

Except as otherwise provided herein, all bills shall be paid by the Treasurer or another authorized officer. The Board may require large bills above a determined amount to be approved by the Board as the Board may prescribe. The Board may allow small bills below a predetermined amount to be paid by the Treasurer without approval by the Board, other officers or other directors as the Board may prescribe.

A thorough review of all financial transactions by a qualified person shall be made once each year. Additional or more frequent reviews may be prescribed by the Board but are not required.

Officers having charge or control of Club funds shall give bond if required by the Board for the safe custody of the funds with the cost of bond to be borne by the Club.

The fiscal year of this Club shall be the Year.

Article 13.
Method of Electing Members

The name of a prospective member proposed by an active, senior active or past service member, shall be submitted to the Board in writing, through the membership committee. A transferring or former member of another Club may be proposed to active membership by the former Club. The proposal shall be kept confidential.

The Board shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary Club constitution.

The Board shall approve or disapprove the proposal within 30 days of its submission, and shall notify the proposer of its decision.

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, and his or her name and proposed classification will be published to the Club.

If no written objection to the proposal, stating reasons, is received by the Board from any Member (other than honorary) 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 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 elected to membership.

Following the election, the President shall arrange for the new Member's induction, membership card, and new member Rotary literature. In addition, the Secretary will report the new Member's information to RI.

The Club may elect, in accordance with the standard Rotary Club constitution, honorary members proposed by the Board.

Article 14.
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 15.
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 transmitted 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.

These Topeka South Rotary Club Bylaws replace, supersede and amend any prior Topeka South Rotary Club bylaws in their entirety.

Dated this 3RD day of JUNE, 2016.


Secretary


President