



Rotary Club of Marble Falls Bylaws 2022/23

(Final Revision 01/19/23)

Article 1 Definitions

Board: The Board of Directors of this club.

Director: A member of this club's Board of Directors.

Officers: President, Vice-President/President Elect, Secretary, Treasurer, Immediate Past President

Member: A member, other than an honorary member, of this club.

RI: Rotary International.

Year: The twelve-month period that begins on 1 July.

District: 5870

Article 2 Board of Directors

The governing body of this club shall be the Board of Directors consisting of 5 Officers of this Club, namely, the President, Vice-President/President-Elect, Secretary, Treasurer, and immediate Past President. At the discretion of the Board, also added to the Board of Directors can be the Committee Chairs elected in accordance with article 3, section 1 of these bylaws.

Article 3 Election of Directors and Officers

Section 1 – At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for President, Secretary, Treasurer, Sergeant-at-Arms, 2- Directors-at-Large, and a director for each of the club's Avenues of Service. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as a club may determine. If it is determined to use a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting. The candidates for President, Secretary, Treasurer

and Sergeant-at-Arms receiving a majority of the votes shall be declared elected to their respective offices. The additional candidates for director receiving a majority of the votes shall be declared elected as directors. The candidate for President elected in such balloting shall be the President-Nominee. The President-Nominee shall take the title of President-Elect on the first day of July next following the election and shall serve as an officer during that year. On 1 July immediately following that year, the president-elect shall assume office as President.

Section 2 – The officers and directors shall constitute the board.

Section 3 – A vacancy in the board or any office shall be filled by action of the remaining directors.

Section 4 – A 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

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 prepare for his or her year in office and 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.

Section 3 – *Secretary*. It shall be the duty of the Secretary to keep membership records; 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 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 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 – *Sergeant -At-Arms* – The duties of the Sergeant-At-Arms shall be such as are usually prescribed for such office and other duties as may be prescribed by the President or Board.

Article 5 Meetings

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

(Note: Article 6, section 2 of the Standard Rotary Club Constitution provides that "An annual meeting for the election of officers shall be held not later than 31 December...")

Section 2 – The regular weekly meetings of this club shall be held on Thursday at 12:00 noon.

Due notice of any changes in or canceling of the regular meeting shall be given to all

members of the club

Section 3 – One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4 – Regular meetings of the board shall be held monthly. 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 5 – A majority of the directors shall constitute a quorum of the board.

Article 6 Fees and Dues

Section 1 – The admission fee shall be \$25.00 to be paid before the applicant can qualify as a member, except as provided for in the standard Rotary club constitution, article 11.

Section 2 – The membership dues shall be an amount approved by a vote of the membership per annum, payable semiannually on the first day of July and of January, with the understanding that a portion of each semiannual payment shall be applied to each member's subscription to the RI official magazine. The semi-annual payment shall include one-half the price of the regular meeting fee for all the weeks on the upcoming semi-annual period.

Section 3 – Semi-annual invoices for dues, meals, assessments, and other charges shall be due and payable January 1 and July 1 and will become delinquent after 30 days from the invoice date. At that time the Treasurer shall provide the delinquent member with a reminder notice. Any invoice remaining unpaid shall be referred to the board at its next meeting for further action, including the possible termination of club membership.

Article 7 Method of Voting

The business of this Club shall be transacted by voice vote or a show of hands except the election of Officers, Committee Chairs and Directors, which shall be by ballot in the event there are multiple nominations for a single Board position. The Board may also provide a ballot for a vote on some resolutions.

Article 8 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 New Generations Service. This club will be active in each of the Avenues of Service.

Article 9 Committees

(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.

(d) The above committee structure is in harmony with both the District Leadership Plan and the Club Leadership Plan. Clubs have the discretion to create any committees that are required to effectively meet its service and fellowship needs. A sample listing of such optional committees is found in the Club Committee Manual. A club may develop a different committee structure as needed.)

Club committees are charged with carrying out the annual and long-range strategic goals of the club. The President, President-Elect, 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. The President Elect shall chair this committee.
- **Public Relations**
This 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 President Nominee shall chair this committee. This committee shall devise and carry into effect plans (1) to give the public general information about Rotary, its history, object, and scope; and (2) to secure proper publicity for the club. The Webmaster shall also serve on the Board of Directors.
- **Administration**
This committee should conduct activities associated with the effective operation of the club. The president shall chair this committee.
- **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. The Committee will be comprised of the Avenues of Service and their respective chairs.
- **The Rotary International Foundation**
This committee should develop and implement plans to support The Rotary International Foundation through both financial contributions and program participation.

- Fund Raising Committee
The Fund Raising Committee shall be responsible for planning, organizing and executing all major club fund raising activities.

The President shall, subject to the approval of the board, appoint the following Avenues of Service standing committees:

- Club Service committee: This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to club service. The chairman of the club service committee shall be responsible for regular meetings of the committee and shall report to the board on all club service activities.
- Vocational Service committee: This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairman of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on phases of vocational service.
- Community Service committee: This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The chairman of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on phases of community service.
- International Service committee: This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to international service. The chairman of this committee shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on phases of international service.
- New Generations Committee: recognizes the positive change implemented by youth and young adults through leadership development activities, involvement in community and international service projects, and exchange programs that enrich and foster world peace and cultural understanding.

The President may appoint additional ad hoc committees as needed.

Article 10 Duties of Committees

The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each, the President shall reference appropriate RI materials and the Avenues of Service 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 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 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 but no longer than twelve months. During a leave of absence, a member is obligated to pay dues, excluding meals and special assessments.

(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's attendance.)

Article 12 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. The budget shall be approved by the board not later than the second regularly scheduled board meeting.

Section 2 – The Treasurer shall deposit all club funds in a bank named by the board.

The expenditure of these funds shall be accounted for in three separate parts: club operations (regular expenses), Rotary projects and local charities. Rotary projects are those which are official Rotary International or District projects or those in which club members actively participate and shall be funded in their entirety as adopted in the budget. Local charities shall receive funding from the Net Operating Income of the club, which is defined as revenue, less club operating expenses and less Rotary projects expense.

Section 3 – All bills shall be paid only by checks signed by the Treasurer or other authorized officer.

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 based on the membership of the club on those dates.

Section 7 - Each Avenue of Service chair shall keep the club Treasurer apprised of their respective projected club financial obligations.

Article 13 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 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. The voting by the board may be undertaken by e-mail.

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 and 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 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 (if not honorary membership), as prescribed in these bylaws, shall 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 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 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 Order of Business – Regular Club Meeting

Meeting called to order.

Pledge and prayer.

Introduction of visiting Rotarians and guests of Rotarians.

Correspondence, announcements, and Rotary information.

Committee reports if any.

Any unfinished business.

Any new business.

Address or other program features. A club assembly will be held at least once each quarter as the program.

Rotary Four-Way Test

Adjournment.

Article 16 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 provided to the membership at seven (7) days before the vote. No amendment or addition to these bylaws can be made which is not in harmony with the standard Rotary Club Constitution, with the RI Constitution and Bylaws, and the Rotary Code of Polices.

Approved:

Date:

President

Secretary

Ratified by Board of Directors January 19, 2023