

Bylaws of the Rotary Club of PLEASANTON NORTH



Article I Definitions

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: A member, other than an honorary member, of this club.
4. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.

Article 2 Board

The governing body of this club shall be the board consisting of **13** members of this club, namely, 6 directors appointed in accordance with article 3, section 1, of these bylaws, and the president, immediate past president, president-elect, vice-president, secretary, treasurer, and the Sergeant-at-arms.

Article 3 Election of President and Appointment of Directors and Officers

Section 1 – At a regular meeting, the 3rd Friday of September of each year, one month prior to the meeting for election of officers, the current past president will announce to the club that the nominating committee will be meeting to discuss prospective presidential candidates. The nominating committee will consist of the five most recent active past presidents of the Club.

The single nomination duly made by the nominating committee to the general membership may be placed on a ballot and may be voted for at the annual meeting the 3rd Friday in October with any nominations from the floor. The candidate for president, receiving a majority of the votes may be declared elected.

The person elected in such balloting may serve as a non voting member of the current board as President-Nominee and then Vice President for the year commencing on the first day of July next following the election, and may assume office as President-elect on the first day of July immediately following the year of service on the board as Vice President.

The President-Elect may name his/her own Officers and 6 Directors to serve on the Board for the year he/she serves as Club President. These individuals will be presented to the current Board of Directors on or before the May Board meeting to ensure a smooth transition.

Section 2 – The 7 officers and 6 directors shall constitute the voting board. The 6 directors will include the 5 Avenues of Service Chairs and the Membership Chair.

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 – *Immediate Past President*. It shall be the duty of the Immediate Past President to serve as a director and to perform such other duties as may be prescribed by the president or the board.

Section 3 – *President-elect*. 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. In addition, the President-elect shall prepare recommendations for club committees, mandates, goals and plans for presentation to the board in advance of the commencement of his/her year as President.

Section 4 – *Vice-President*. It shall be the duty of the vice-president to serve as a director and to perform such other duties as may be prescribed by the president. In addition he/she will direct the activities of the Club's Charity Fundraising project. This includes either acting as the Event Chair or appointing an Event Chair and supporting the operations of the event.

Section 5 – *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 prorated reports on 1 October and 1 April of each active member who has 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.

Section 6 – *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 pertain 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. Membership attendance records are recorded by the Treasurer and reported to the Secretary.

Section 7 – *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 the board.

Article 5 Meetings

Section 1 – *Annual Meeting*. An annual meeting of this club shall be held on the third Friday of October in each year,

Section 2 – The regular weekly meetings of this club shall be held on Friday (day) at 12:15PM (time). Due notice of any changes in or canceling of the regular meeting shall be given to all

members of the club. All members excepting an honorary member (or member excused pursuant to article 8, sections 3 and 4 of the standard Rotary club constitution) in good standing in this club, on the day of the regular meeting, must be counted as present or absent, and attendance must be evidenced by the member's being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this club or at any other Rotary club, or as otherwise provided in the standard Rotary club constitution, article 8, sections 1 and 2.

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 on the second Tuesday of each month, or as mutually agreed by the Board. 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 voting Board Members shall constitute a quorum of the board.

Article 6 Fees and Dues

Section 1 – The admission fee shall be stated in the Club Policies and must be paid before the applicant can qualify as a member.

Section 2 – The membership dues as stated in the Club Policies are payable semiannually on the first day of July and throughout the year in the form of Fines/recognitions per the Club Policies, with the understanding that a portion of each semiannual 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 *viva voce** vote except the election of President, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

(Note: Viva voce vote is defined as when club voting is conducted by vocal assent.

If a voting board member is unable to attend a meeting of the board of directors and notifies the same to President and Secretary in advance of the meeting in writing, he or she may assign a proxy to his or her assistant chairperson or another club member for the *viva voce* vote at the meeting.

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, and International Service, and New Generations Service. This club will be active in each of the Avenues 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 president-elect, president and immediate past president should work together to ensure continuity of leadership and succession planning. 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. The standing committees will be listed in the Club Policies.

(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.

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 make reference to 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 course of the year.

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 no longer than twelve (12) months.

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.

Section 2 – The treasurer shall deposit all club funds in a bank, named by the board. The club funds shall be divided into two separate parts: club operations and service projects.

Section 3 – All bills shall be paid by the treasurer or other authorized officer only when approved by two other officers or directors.

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 on the basis of the membership of the club on those dates.

Article 13 Method of Electing Members

Section 1 – The name of a prospective, transferring or former member of another club, proposed by an active member of the club, shall be submitted to the board in writing, through the club secretary. 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 classification and 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, or President of its decision.

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. (Manual of Procedures)

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 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 or a specially called Meeting. If approved despite the objection, the proposed member, upon payment of the admission fee (if not honorary membership), shall be considered to be elected to membership.

Unless approved by the board to enter the club as a Blue Badge Rotarian, a prospective member who is elected to membership shall be inducted in the club as a Red Badge Rotarian to indicate to others that he or she is a new member of the club, learning the ways of Rotary and meeting fellow club members. This Red Badge Rotarian shall complete the club's Blue Badge requirements in order to receive his or her permanent Blue Badge.

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 or the sponsor to assist with the new member's assimilation to the club.

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

Meeting called to order.
Introduction of visitors.
Correspondence, announcements and Rotary Information.
Committee reports if any.
Any unfinished business.
Any new business.
Address or other program features.
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 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 standard Rotary club constitution and with the constitution and bylaws of RI.