**Bylaws of the Rotary Club of Burnsville – Adopted 02-20-17**

**Article 1 Definitions**

1. Board - The Board of Directors of this Club
2. Club – The Rotary Club of Burnsville which was chartered May 7, 1976
3. Director - A member of the Club’s Board of Directors.
4. Member - A member, other than an honorary member, of this club
5. Quorum - One-third of the club membership; a majority of directors for the Board
6. RI - Rotary International
7. Year - The 12-month period that begins on 1 July

**Article 2 Board**

The governing body of this Club is the Board consisting of the President, Immediate Past President, President-Elect, Secretary, Treasurer, and the chairs of the following committees serving as directors: Community Service, Vocational Activities, Rotary Foundation, Social Activities, Fundraising, Public Relations, Membership, International Services and Web Site Development and Maintenance. The Board shall meet on the second Thursday of each month at 4:30 PM and/or at other times and at a place as determined by the Board.

**Article 3 Elections and Terms of Office**

1. Section 1 - One month prior to elections, the President Elect shall nominate a slate of proposed candidates for the Board positions noted above, to the members. Members may also nominate candidates for President Elect, Secretary, Treasurer, and any open director positions. If multiple candidates are nominated elections will be conducted by written ballot.
2. Section 2 - The candidate who receives a majority of the votes for each office is declared elected to that office.
3. Section 3 – A **vacancy on the Board or any office shall be filled by the remaining members of the Board.**
4. Section 4 - **A vacancy of any officer-elect position or director-elect position shall be filled by the remaining members of the Board-elect.**
5. Section 5 - Terms of office for each role are as follows:

* Director - One Year
* Treasurer - Three Years
* Secretary - Three Years

**Article 4 Duties of the Board**

1. Section 1 - President. The president shall preside at Club and Board meetings.
2. Section 2 - Immediate Past President. The Immediate Past President shall serve as a director.
3. Section 3 - President-Elect. The President-Elect shall prepare for their year in office and serve as a director and shall preside at Club and Board meetings in the absence of the President.
4. Section 5 - Director. A director shall attend Club and Board meetings.
5. Section 6 - Secretary. The Secretary shall keep membership and attendance records.
6. Section 7 - Treasurer. The Treasurer shall oversee all funds and provide annual accounting of these funds.
7. Section 8 - Board members perform additional duties as assigned and noted above.

**Article 5 Meetings**

1. Section 1 - Annual Meeting. An annual meeting of this Club shall be held no later than March 31 to elect the officers and directors who will serve for the next Rotary year.
2. Section 2 - The regular weekly meetings of this Club are held on Mondays at 12:05 PM. Reasonable notice of any change or cancellation of the regular meeting shall be given to all Club members.
3. 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.

**Article 6 Fees and Dues**

1. Section 1 - **An admission fee, as established by RI and/or the club, shall be paid before an applicant can qualify as a member. The Board shall establish the admission fee from time to time as appropriate.**
2. Section 2 - **Membership dues shall consist of RI per capita dues, subscription fees to The Rotarian or Rotary regional magazine, district per capita dues, Club annual dues, and any other Rotary or district per capita assessment. Club annual dues shall be in an amount established by the Board from time to time and assessed semi-annually to all members equally, according to their membership status. (Active, Corporate/Family, Snowbird/Medical, Ambassador, Honorary). Membership dues shall be payable in accordance with the policies of the Club as established by the Board. Dues are payable within 30 days of issuance of the dues invoice by the Club Treasurer.**

**Article 7 Method of Voting**

The business of this club is conducted by voice vote or show of hands except for the election of officers and directors, which is conducted by ballot if multiple candidates are nominated. The Board may provide a ballot for a vote on a specific issue.

**Article 8 Committees**

1. Section 1 - Club committees coordinate their efforts in order to achieve the Club’s annual and long-range goals. The Club will have the following committees:

* Club Administration – This will be a Board committee-of-the-whole
* Membership
* Public Relations
* Rotary Foundation
* Service Projects - Community Services and International Services Committees
* Vocational Activities
* Social Activities
* Fundraising
* Web Site Development and Maintenance

1. Section 2 - Additional ad hoc or standing committees may be appointed by the Board as needed.
2. Section 3 - The President shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership
3. Section 4 - Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board.The President or the Board shall refer additional business to a specific committee as needed.
4. Section 5 - 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 9 Finances**

1. Section 1 - Prior to each fiscal year, the Board shall prepare an annual budget of estimated income and expenditures.
2. Section 2 - The Treasurer shall deposit Club funds in financial institution(s) designated by the Board separated by Club operations, service projects and other segregations deemed appropriate by the Board.
3. Section 3 - Bills may be paid by the Treasurer or other authorized officer when approved by two other officers or directors.
4. Section 4 - A thorough annual review of all financial transactions shall be completed by a qualified person.
5. Section 5 - An annual financial statement of the Club shall be provided to Club members.
6. Section 6 - The fiscal year is from 1 July to 30 June.

**Article 10 Method of Electing Members**

1. Section 1 - Any member may provide a candidate’s name to the Board. A transferring or former member of another club may also be proposed for membership by the former club. The proposal is kept confidential unless the Board instructs otherwise.
2. Section 2 - The Board shall ensure that the candidate meets all of Rotary’s membership requirements and assign a classification to the potential member.
3. Section 3 - The Board shall approve or reject the candidate’s membership application within thirty (30) days and shall notify the proposer of its decision.
4. Section 4 - If the decision of the Board is favorable, the prospective member is invited to join the Club, educated about Rotary and membership requirements, and asked to sign the membership proposal form and to allow his or her name and proposed classification to be conveyed to the Club.
5. Section 5 - If no member of the club submits a written objection including reasons for the objection, to the Board within seven days after the Club is notified of the prospective member, that person, upon payment of the admission fee, is considered to be elected to membership. If an objection has been filed with the Board, the Club shall vote on this matter at its next meeting. If approved despite the objection, the proposed member is elected to membership after admission fee payment.
6. Section 6 - The Club may elect honorary members proposed by the Board.

**Article 10 Resolutions**

Any resolutions or motions to commit the Club to any position or action shall first be reviewed and approved by the Board. If resolutions or motions are first offered at a Club meeting, they shall be sent to the Board without discussion.

**Article 11 Amendments**

These Bylaws may be amended at any regular Club meeting. Changing the club bylaws requires that written notice be sent to each member ten (10) days before the meeting, that a quorum be present for the vote, and that 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.