## BYLAWS OF THE ROTARY CLUB OF CHEYENNE SUNRISE

Adopted by the Club, February 9, 2016

Article 1 Definitions

1. Board: The Board of Directors of this Club.

2. Director: A member of this Club’s Board of Directors.

3. Member: An official member, other than an honorary member, of this Club.

4. Member in Good Standing: A Club Member who meets all of the member requirements described in the Club's constitution.

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.

8: Club: The Cheyenne Sunrise Rotary Club

Article 2 Board

The Board shall consist of no less than five and no more than ten members who shall be members of the Club and in good standing. The Club's Officers shall be the President, immediate past President, President-Elect, Treasurer and Secretary. The Membership Committee Chair and the Service Committee Chair shall be members of the board.

Article 3 Elections and Terms of Office

Section 1 — Board members are elected at the Club Annual Meeting by a majority of voting members of the Cheyenne Sunrise Rotary Club.

Section 2 - One month prior to elections, members may nominate candidates for

President, President-Elect, Secretary, Treasurer, and any open Director positions.

The nominations may be presented by a nominating committee, by members

from the floor, or both.

Section 3 — The candidate who receives a majority of the votes for each office is

declared elected to that office.

Section 4 — A vacancy on the Board or in any office shall be filled by a majority vote of the Club members at a regular Club meeting.

Section 5 — Terms of office for each Director shall be three years serving staggered terms.

Section 6 - Officers shall serve one-year terms.

Section 7 - The President-Elect and President are limited to one term. There are no term limits for all other officers.

Article 4 Duties of the Board

Section 1 — President. The President shall preside at Club and Board meetings, send out notices of Club, board and committee meetings; and shall prepare a meeting agenda in advance of each meeting. No later than June 15 of each year, the President shall appoint three (3) members from the Club's membership to serve on the Financial Review Committee referred to in the Cheyenne Sunrise Rotary Foundation Bylaws.

Section 2 — Immediate Past President. The immediate past President shall serve

as a Director.

Section 3 — President-Elect. The President-Elect shall prepare for their year in

office and serve as a Director. The President-Elect shall preside at Club and Board

meetings in the absence of the President.

Section 4 — Director. A Director shall attend Club and Board meetings.

Section 5 — Secretary. The Secretary shall keep membership and attendance

records, take and distribute meeting minutes and report as required to Rotary International.

Section 6 — Treasurer. The Treasurer shall oversee all funds, provide financial reports at all Board meetings and provide an annual accounting of funds to the membership.

Section 7 - The Board shall ensure that the business of the Board and the Club conforms to the "Rotary Club Standards", quoted below as Attachment A and contained within the Lead Your Club: President manual for Club Presidents holding office in 2016-17, 2017-18, and 2018-19.

Section 8 — Board members may perform additional duties as assigned.

Article 5 Meetings

Section 1 — Annual Meeting. An annual meeting of this Club shall be held no later

than 31 December of each year to elect the officers and Directors.

Section 2 — The regular weekly meetings of this Club are held on Tuesdays at 6:45 a.m. Reasonable notice of any change or cancellation of the regular meeting shall be given to all Club members.

Section 3 — The Board shall meet at least six times per year. Special meetings of the Board are called with reasonable notice by the President or upon the request of two or more Directors.

Section 4 - Any and all meetings may be held by electronic means, provided such means guarantees real time, two-way communication between all of those physically present at the meeting and all those attending electronically. For purposes of determining a quorum and voting, attendance "in person" shall include attendance through electronic means.

Section 5 - At any and all meetings, voting on any action required to or permitted to be taken may be taken through electronic means.

Section 6 - All notices referred to in these bylaws may be made by electronic means.

Article 6 Fees and Dues

Section 1 —Club dues shall be determined annually by the Board. Membership dues shall, at minimum, be of an adequate amount to cover all RI requirements. Annual Membership dues shall be payable quarterly or in accordance with the policies of the Club as established by the Board.

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. The Board may provide

a ballot for a vote on a specific resolution.

Article 8 Committees

Section 1 — Ad hoc committees may be created by a majority vote of the Board where a quorum is present.

Section 2 — The President shall be ex officio a member of all committees.

Section 3 — 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.

Section 4 — 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.

Article 9 Finances

Section 1 — Prior to each fiscal year, the Board shall prepare an annual budget of

estimated income and expenditures.

Section 2 — The Treasurer shall deposit Club funds in financial institution(s) designated

by the Board, divided into two parts: Club operations and service projects.

Section 3 — Bills are paid by the Treasurer or another authorized officer when

approved by two officers or Directors.

Section 4 — A thorough annual review of all financial transactions shall be completed

by a qualified person.

Section 5 — An annual financial statement of the Club shall be provided to Club members.

Section 6 — The fiscal year is from 1 July to 30 June.

Article 10 Method of Electing Members

Section 1 — A member shall 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.

Section 2 — The Board shall ensure that the candidate meets all of Rotary’s membership

requirements.

Section 3 — The Board shall approve or reject the candidate’s membership within

30 days and shall notify the proposer of its decision.

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.

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.

Section 6 — The Club may elect honorary members proposed by the Board.

Article 11 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 12 Amendments

These Bylaws may be amended at any regular Club meeting. Changing the Club

bylaws requires that written notice be sent to each member 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.

Attachment A:

ROTARY CLUB STANDARDS The Rotary International Board of Directors has adopted these minimum standards for an effective Club:

• Pays its Rotary membership and district dues without outside assistance

• Meets regularly

• Makes sure its members subscribe to The Rotarian or a Rotary regional magazine

• Implements service projects that address needs in the local and international community

• Receives visits from the governor, assistant governor, or an RI officer

• Maintains appropriate liability insurance for the geographic region in which it is located, or pays mandatory liability insurance with the Club dues invoice (United States and its territories only)

• Acts in a manner consistent with the Rotary International Constitution, Rotary International Bylaws, and Rotary Code of Policies

• Updates Club membership and officers in a timely manner at Rotary.org, via data integration, or by sending information to data@rotary.org

• Resolves Club disputes in an amicable manner

• Maintains cooperative relations with the district

• Cooperates with Rotary International by not initiating or maintaining litigation against it, The Rotary Foundation, associate foundations, or the international offices of the Secretariat

• Follows and completes the election review process established in the Rotary International Bylaws

These standards are only the beginning of what makes a successful Rotary Club. Work with your assistant governor to ensure that your Club reaches its full potential.