

Bylaws of the Rotary Club of Leesburg, Virginia

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 ten (10) members of this club, namely, four (4) At Large Directors elected in accordance with article 3, Section 1, of these bylaws, and the President, vice-President/ President-elect, Secretary, Treasurer, Sergeant-at-Arms, and the immediate past President.

Article 3 Election of Officers and At Large Directors

Section 1 –

- (a) By the second regular meeting in October, the President shall appoint a nominating committee for the next year's Officers and At Large Directors. This committee shall consist of four members: three past Presidents of the club and the current President Elect/Vice President. In cases where there are not three past presidents available to serve on the nominating committee, the President shall appoint other board members to fill these positions.
- (b) The President will announce the names of the nominating committee to the general membership as soon as practical after their selection.
- (c) The nominating committee will solicit input from the general membership and will develop a slate of officers (President, President Elect/Vice President, Secretary, Treasurer and Sergeant-At-Arms) and candidates for the At Large Director positions. The committee will also present the slate to the general membership by the second club meeting in November and subsequent meetings until the club annual meeting in December.
- (d) The annual meeting of the Club and election of officers and At Large Directors will take place by the second Thursday in December. The chairperson of the nominating committee will present the slate of candidates; the President will ask for additional nominations from the floor. The President will then conduct the election. (Note: If only one

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candidate is nominated for each position, the election can proceed viva voce*or by acclamation. If more than one nominee for a position exist than the election will be by written ballot.

The candidates receiving the majority of votes will be declared the officers and At Large directors for a period of one year starting July 1 of the following year.

- (e) Prior to January 1, the current club Secretary will ensure that the District Governor and Governor Elect and Rotary International are advised of the results of the election.

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

Section 2 –

The officers and At Large directors, so elected, together with the immediate past President shall constitute the Board.

Section 3 –

A vacancy in the Board shall be filled by action of the remaining Board Members

Section 4 –

A vacancy in the position of any Officer-elect or At Large 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:

- (a) preside at meetings of the club and board; and
- (b) perform such other duties as ordinarily pertain to the office of President.

Section 2 –

Vice President / President Elect. It shall be the duty of the President elect to:

- (a) serve as a member of the board of directors of the club;
- (b) perform such other duties as may ordinarily pertain to the office of the vice-President or as prescribed by the President or the board.

Section 3 –

Secretary. It shall be the duty of the Secretary to:

- (a) keep the records of membership;

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- (b) record the attendance at meetings;
- (c) send out notices of meetings of the club, board and committees;
- (d) record and preserve the minutes of such meetings;
- (e) make all required membership reports to RI and District 7610, the monthly attendance to the District Secretary and Governor, and ensure all members receive subscriptions to the ROTARIAN;
- (f) perform such other duties as usually pertain to the office of Secretary or as directed by the President.

Section 4 –

Treasurer. It shall be the duty of the treasurer to:

- (a) have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board;
- (b) assist in the preparation of the budget; and
- (c) perform such other duties as pertain to the office of treasurer.
- (d) Upon retirement from office the treasurer shall turn over to the incoming treasurer or to the President all funds, books of accounts or any club property.

Section 5 –

Sergeant-At-Arms. The duties of the sergeant at arms will include:

- (a) meeting set up and take down;
- (b) monitoring 'fines' and 'Good News'; and
- (c) performing such other duties normally associated for such office or as directed by the President.

Article 5 Meetings

Section 1 –

Annual Meeting. An annual meeting of this club shall be held on the second Thursday of December each year, at which time the election of officers and directors to serve for the ensuing year shall take place.

Section 2 –

The regular weekly meetings of this club shall be held on Thursday at 6:30 PM.

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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 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 9.

Section 3 –

One-third of the membership shall constitute a quorum at the annual and regular meetings of this club. One-half of the membership shall constitute quorum for club decisions and Amendments.

Section 4 –

Board meetings shall be held monthly. The schedule and location of the regular monthly board meetings shall be recommended by the President and confirmed 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 Directors shall constitute a quorum of the board.

Article 6 Fees and Dues

Section 1 –

The admission fee shall be \$75.00 to be paid before a new applicant can qualify as a member.

Section 2 –

The membership dues and meal costs shall be established by the board on a yearly basis and published to the membership. Said dues and costs will be payable Quarterly.

Article 7 Method of Voting

The business of this club shall be transacted by viva voce vote except in the following situations. The board may determine that a specific resolution be considered by ballot (paper or electronic) rather than by viva voce vote. The election of officers and directors shall be by ballot except where positions are single slated, then the election can proceed viva voce or by acclamation.

Article 8 Five Avenues of Service

The five 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 Youth Service. This club will be active in each of the five 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 five Avenues of Service. The President-elect, President and immediate past President shall 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.

1) Standing committees should be appointed as follows:

- **Membership**
This committee shall develop and implement a comprehensive plan for the recruitment, induction and retention of members.
- **Public Image**
This committee shall develop and implement plans to provide the public with information about Rotary and to promote the club's service projects and activities.
- **Administration**
This committee shall conduct activities associated with the effective operation of the club.
- **Service Projects**
This committee shall develop and implement educational, humanitarian and vocational projects that address the needs of its community and communities in other countries.
- **The Rotary Foundation**
This committee shall develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

2) Additional ad hoc committees may be appointed as needed.

3) Guidelines for all 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.

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. The service project committee will consider vocational service, community service and international service avenues when developing plans for the year. The administration committee will consider technology, programs, and the bulletin 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. 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 *no longer than* twelve (12) months.

(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. Unless the member attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provisions of the standard Rotary club constitution is not computed in the attendance record of the club.)

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 (Club Foundation).

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 charitable/service operations (Club Foundation).

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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 July 1st to June 30th, and for the collection of members' dues shall be divided into quarters consisting of three full months each. The payment of *per capita* dues and magazine subscriptions to RI shall be made on July 1st and January 1st of each year on the basis of the membership of the club on those dates. Per capita dues to the District shall be paid by July 1 each year.

(Note: Magazine subscriptions for members joining during a semiannual period are payable upon invoice from the Secretariat.)

Article 13 Method of Electing Members

Section 1 –

Prior to any invitation to join the Rotary Club of Leesburg, the name of the 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 take sufficient time to ensure the proposal meets all classification and membership requirements of the 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 their decision.

Section 4 –

The prospective member will be required to attend at least three regular meetings of the club, the first as guest of the proposer/sponsor and remaining meetings will be paid by the prospective member.

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Section 5 –

During the period, when a prospective member visits the club; members are to make every effort to meet the candidate. Any questions or concerns regarding the candidate's qualifications should be discussed with either the sponsor or the Membership Committee Chair.

Section 6 –

Prior to joining the club, the prospective member shall meet with the membership committee and be fully informed of the purposes of ROTARY and the privileges, expectations, responsibilities and obligations of membership. Following this meeting the prospective member will be requested to sign the membership proposal form thereby permitting his/her name and proposed classification to be published to the general membership for final consideration.

Section 7 –

Following the publication of an individual's name as a candidate for membership, any objections to that candidate must be submitted to the Club Secretary in writing within 10 days.

Section 8 –

If no written objections are received, the candidate will be considered elected for membership. If a concern or objection has been filed, the Board will review the matter and vote on the admission at it's next meeting. If approved by the board despite the objection, the proposed member will be considered elected for membership.

Section 9 –

Following the election and payment of the admission or administrative fee (if not honorary), 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 information to RI and the Membership Chair 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 10 –

The club may elect, in accordance with the standard Rotary club constitution, honorary, or other types of 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.

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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, *electronic mail*, and/or *distribution at a Club Meeting* 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.

Revised June 12, 2003

Revised March 8, 2007

Revised May 29, 2008 to remain in harmony with Standard Rotary Club Constitution adopted by RI Council on Legislation 2007

Revised April 21, 2011 to remain in harmony with Standard Rotary Club Constitution adopted by RI Council on Legislation 2010

Revised August 9, 2012 to remain in harmony with Standard Rotary Club Constitution adopted by RI Council on Legislation 2010

Revised October 19, 2017 to remain in harmony with the Standard Rotary Club Constitution adopted by the RI Council on Legislation 2016

Revised June 25, 2020 to remain in harmony with the Standard Rotary Club Constitution adopted by the RI Council on Legislation 2019