



Rotary Club of Lander, Wyoming  
P.O. Box 502  
Lander, Wyoming 82520  
landerrotary.org

**Serving Others since 1936**

## **BY-LAWS OF THE LANDER ROTARY CLUB.**

*(revised September 2016, approved by club membership  
December 2016)*

### **Article I Board of Directors**

**Section 1** - The governing body of this club shall be the board of directors consisting of thirteen (13) members of this club: eight (8) directors elected in accordance with article I, section 1 of these bylaws, (four of whom will be elected as officers and four who will remain “At Large” directors) plus the chairs of the Membership, Public Relations, Service Projects, and Rotary Foundation committees; and the immediate past president. A simple majority of the Board will constitute a quorum.

**Section 2** - The Board shall operate under Robert’s Rules of Order or at the discretion of the club president.

### **Article II Election of Directors and Officers**

**Section 1** - At a regular meeting one month prior to the Annual Meeting for election of officers, the presiding officer shall ask for nominations by members for the following year’s Board of Directors. The nominations shall include any upcoming vacant office to ensure a complete Board roster as prescribed in Article II below. The nominations may be presented by a nominating committee or by members from the floor. The Board shall appoint no less than three (3) club members to serve on the nominating committee, with the President serving as chair. 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 vacant offices receiving a majority of the votes, via voice vote or ballot, shall be declared elected to their respective offices. The president elected in such balloting shall serve as a member of the board as president-elect for the year commencing on the first day of July next following the election, and shall assume office as president on the first day of July immediately following the year of service on the board as president-elect.

**Section 2** - The officers and directors, so elected, together with the immediate past president shall constitute the board of directors. Within one week after their election, the board of directors-elect shall meet and appoint some member of the club to act as sergeant-at-arms.

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

**Section 4** - A vacancy in the position of any officer-elect or director-elect or director-elect shall be filled by action of the remaining members of the board of directors-elect.

**Section 5** - Directors shall be elected for three year terms. Officers are elected to a one year term.

### **Article III Duties of Officers**

**Section 1** - President. It shall be the duty of the president to preside at meetings of the club and board and to perform such other duties as ordinarily pertain to the office of president.

**Section 2** - President-elect. It shall be the duty of the president-elect to serve as a member of the board of directors of the

club and to perform such other duties as may be prescribed by the president or the board.

**Section 3 - Secretary.** It shall be the duty of the secretary to:

- Keep the records of membership and attendance
- Send out notices of meetings regarding the club/ Board/ committees
- Record and preserve the minutes of meetings
- Make the required semiannual reports of membership and prorated reports to the general secretary. Semiannual reports are due 1 January and 1 July of each year. Prorated reports are due 1 October and 1 April of each year. Reports will be made to both the general secretary of Rotary International (RI) and the district governor. Reports made to the general secretary of RI must include each active member who has been approved for membership in the club since the start of the July or January semiannual reporting period. Other changes in membership within this timeframe must also be included. The monthly report of attendance at the club meetings will be made to the district governor within 15 days of the last meeting of each month.
- Collect and remit to RI subscriptions to THE ROTARIAN
- Perform such other duties usually pertaining to the office of secretary
- Turn over to the incoming secretary or to the president all (notes, files, etc., or any other club property), upon retirement from office

**Section 4 - Treasurer.** It shall be the duty of the treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board, and to perform such other duties as pertain 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 5 - Sergeant-at-Arms.** The duties of the sergeant-at-arms shall be such as are usually prescribed for such office and such other duties as may be prescribed by the president or the board.

#### **Article IV Meetings**

**Section 1 - Annual Meeting.** An annual meeting of this club shall be held on the first Wednesday in December of each year, at which time the election of officers and directors to serve for the ensuing year shall take place. An annual report of activities, finances, and structure will be presented at the annual meeting. The bylaws shall be reviewed by the Board every year in anticipation of the Annual Meeting, revised if necessary, and recommended to the membership for adoption.

**Section 2 -** The regular weekly meetings of this club shall be held on Wednesday at 12:00 p.m.

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 by the board of directors of this club, pursuant to article VIII, section 2(b) 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 VIII, section 1.

**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 at a time determined by the Board at the first meeting of the new President's term. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) members of the board, due notice having been given.

**Section 5** - A majority of the board members shall constitute a quorum of the board.

### **Article V Fees and Dues**

**Section 1** - The admission fee shall be \$35.00 to be paid before the applicant can qualify as a member.

**Section 2** - The membership dues shall be payable quarterly on the first day of each quarter. These dues are determined by the Board and approved by club membership. Each member will be assessed for membership dues, along with a bi-annual service assessment. The current due structure can be found in the document “Financial Requirements of the Lander Rotary Club”.

**Section 3** - The offices of president, secretary, and treasurer shall be assessed reduced dues to recognize their time and commitment to the club. Dues will be assessed at 25% of normal dues.

**Section 4** - The Board of Directors shall be informed on a monthly basis of all members with balances due older than thirty (30) days. Any Club member who has an outstanding balance (dues, meal fees, event tickets, etc) sixty (60) days or older shall be contacted by the President or his/her designee and reminded of the past due balance, and informed of the ninety (90) day policy. The Board shall consider expulsion from the club for any member with an outstanding balance older than ninety (90) days at the first Board meeting following the 90+ overdue date.

**Section 5** – A special dues assessment of 50% can be requested of the Board on a case-by-case basis. This circumstance is reserved for members unable to attend weekly meetings and eat lunch with the club for reasons beyond their control. This dues reduction addresses the issue of a member not receiving benefits of a weekly lunch and the club not incurring that expense. These members will be expected to pay for their lunch as a “guest” anytime they are able to attend club meetings. If granted, a member’s modified structure must be reviewed and approved by the Board annually.

### **Article VI Method of Voting**

The business of this club shall be transacted by voice vote except the election of officers and directors, which shall be by ballot or voice vote for a single nominee.

### **Article VII Committees**

**Section 1** -

(a) The president shall, subject to the approval of the board, appoint the following standing committees:

Club Administration Committee

Membership Committee

Public Relations Committee

Service Projects Committee

Rotary Foundation Committee

(b) The Membership Committee, Public Relations Committee, Service Projects Committee and Rotary Foundation Committee shall each consist of a chairman, who shall be named by the president from the membership of the Club, and not less than two (2) other club members. The President shall serve as Chair of the Club Administration Committee.

(c) The president shall be (ex officio) a member of all committees and, as such, shall have all the privileges of membership thereon.

- (d) Each committee shall transact such business as is delegated to it in the 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 to the board and approved by the board.
- (e) Where feasibly and practicable in the appointment of all committees, there should be provision for continuity of membership, either by: appointing one or more members for a second term or by appointing one or more members to a two-year term, or by appointing a vice-chair who would succeed the chair.

## **Article VIII Duties of Committees**

### **Section 1 - Club Administration Committee – The responsibilities of the Club Administration Committee shall be:**

- Develop committee goals to achieve club’s annual goals.
- Organize weekly and special programs.
- Help the Public Relations Committee maintain the club Web site and member communications.
- Help the club secretary track club attendance.
  
- Promote fellowship among club members.
- Conduct any other activities associated with the effective operation of the club.

### **Section 2 - Membership Committee – The responsibilities of the Membership Committee shall be:**

- Develop committee goals to achieve club membership goals for the coming year.
- Conduct club assessments concerning business classes, age, gender, etc. to determine strengths and weaknesses.
- Work with the public relations committee to create a positive club image that is attractive to prospective and current members alike.
- Develop and administer an orientation process for new members.
- Recommend activities to the Board that could serve to build membership commitment, participation, and retention.
- Encourage newly organized clubs in the district, if applicable.

### **Section 3 - Public Relations Committee – The responsibilities of the Public Relations Committee shall be:**

- Develop committee goals to achieve the club’s public relations goals for the coming year.
- Maintain the club website and social networks.
- Promote Rotary and our Rotary club in the community.
- Work with Rotarians in the club to maximize public relations efforts.
- Understand the components of public relations that will help promote Rotary to the community.
- Know Rotary’s key messages and be able to use them when speaking in public.

### **Section 4 - Service Projects Committee – The responsibilities of the Service Projects Committee shall be:**

- Develop committee goals to achieve club service project goals for the coming year.
- Conduct service projects that include assessments, planning, and evaluation.
- Create a balanced program of service, including local/community, national, and/or international projects.
- Work with other organizations, volunteers, and committee members to maximize the impact of your projects.
- Develop fundraising efforts to fund projects.
- Understand liability issues that affect the club projects and activities.
- Sub-committees shall include the Shamrock Shindig Committee and the Buffalo BBQ Committee whose duties will be to oversee the planning and execution (with member support) of these events if they are to be held during the club year.

### **Section 5 - Rotary Foundation Committee – The responsibilities of the Rotary Foundation Committee shall be:**

- Develop committee goals to achieve club Foundation goals for the coming year.
- Educate and train club members about the Foundation.
- Encourage and facilitate participation in Foundation programs.
- Ensure that the club and its members contribute to The Rotary Foundation.

## **Article IX Leave of Absence**

**Section 1** - Upon written application to and approval by the Board, setting forth good and sufficient cause, leave of absence may be granted excusing a member from attending the meetings of the club.

**Section 2** - A leave of absence constitutes a 90-day period during which the club will continue to pay District and International dues for the member, while the member will not be charged for club dues. At the end of the 90-days leave of absence, the member taking the leave of absence shall determine whether they would like to return to “active” status or terminated from the club, with the potential for seeking reinstatement at a later date.

## **Article X Finances**

**Section 1** - The treasurer shall deposit all funds of the club in some bank to be named by the board.

**Section 2** - All bills shall be paid by checks signed by the treasurer or other approved officers. A financial review and proof of cash balances by the board of directors shall be made once each year of all the club’s financial transactions, no later than 30 days after the end of the fiscal year

**Section 3** - Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

**Section 4** - 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 four (4) quarterly periods. The payment of per capita dues and magazine subscriptions to RI shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

**Section 5** - The board shall prepare or cause to be prepared a budget of estimated income and estimated expenditures for the year, which, having been agreed to by the board, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board. This budget shall be adopted by the Board not later than 30 days after the beginning of the fiscal year the budget covers.

## **Article XI 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 of former member of another club may be proposed to active membership by the former club. For the time being, 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 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.

**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 bylaw, 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. 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,

**Section 6** - Following the election, the president shall arrange for the induction of the new member. The club secretary shall report the new member to RI, provide appropriate literature for presentation at the induction, and assign a member to assist in the assimilation of the new member.

### **Article XII Resolutions**

No resolution or motion to commit this club on any matter shall be considered by the club until it has been considered by the board. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

### **Article XIII Order of Business**

The President, in consultation with the Board, and reflecting the best practices established by Rotary International shall determine the agenda for all regular meetings of the Club.

### **Article XIV 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 distributed via US Mail, email, or handout 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 club constitution and with the constitution and bylaws of RI.