

The Rotary Club of New Braunfels Bylaws

Article 1: Definitions

1. Officers: President, Immediate Past President, President-Elect, President-Elect Nominee, Treasurer, and Secretary of this Club
2. Board: The Officers and the Directors of this club.
3. Director: Avenue of Service Chairs (Youth, International, Vocational, Community), Charitable
4. Contributions Chair, Publicity, and the Sergeant-at-Arms of this Club.
5. Member: A member, other than an honorary member, of this Club.
6. Quorum: One-third of the club membership; a simple majority of the Board.
7. RI: Rotary International.
8. Year: The 12-month period that begins on July 1st.
9. Club: The Rotary Club of New Braunfels

Article 2: Board

The governing body of this Club is the Board consisting at a minimum of the President, Immediate Past President, President-Elect, President-Elect Nominee, Treasurer, Secretary, and the Directors.

Article 3: Elections and Terms of Office

1. The current President-Elect shall convene the Past Presidents and current Officers of the Club no later than the last Wednesday in April in a "Past Presidents Forum." The purpose of this forum will be to serve as the nominating committee for a President-Elect Nominee and Treasurer-Elect or Secretary-Elect.
2. An open call for nominations shall occur no later than the first Wednesday in May, where members, including the President, may nominate candidates for President-Elect Nominee and either Treasurer-Elect or Secretary-Elect. The nominations shall be confirmed by the President verifying the position acceptance and then presented to the Club by the President or a representative of the nominating committee.
3. An election shall occur no later than the first Wednesday in June (the Annual Meeting) by written ballot. The candidates who receive a simple majority of the votes are declared elected to their respective offices.
4. The President-Elect shall select a Sergeant-at-Arms to serve during their term as President.
5. A vacancy of any member of the board, any office, or officer-elect position shall be filled by appointment by the remaining members of the Board.
6. Terms of office for each role are as follows:
 - a. President – 1 Year
 - b. Immediate Past President – 1 Year
 - c. President-Elect – 1 Year
 - d. President-Elect Nominee – 1 Year
 - e. Director – 1 Year
 - f. Treasurer – 2 Years
 - g. Secretary – 2 Years
 - h. Sergeant-at-Arms – 1 Year
7. Secretary and Treasurer terms shall alternate years to provide overlap in service. The Secretary-Elect and Treasurer-Elect positions shall have no duties other than to prepare for their position by shadowing the current Officers prior to their induction.

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Article 4: Voting Members of and Duties of the Board

1. President: The President shall preside at Club and Board meetings.
2. Immediate Past President: The Immediate Past President shall serve as an advisor.
3. President-Elect: The President-Elect shall prepare for their year in office and serve as Chair of the Membership Committee. The President-Elect shall preside at Club and Board meetings in the absence of the president.
4. President-Elect Nominee: The President-Elect Nominee will serve as liaison between the Board of Directors and new members of the Club. The President-Elect Nominee will also assume any other responsibilities and duties assigned by the Club President and approved by the Board of Directors.
5. Director: A Director shall attend Club and Board meetings.
6. Secretary: The Secretary shall keep membership and attendance records and send notice of dues to members.
7. Treasurer: The Treasurer shall oversee all funds and provide monthly reporting and annual accounting of these funds.
8. The Board may establish policies and procedures as they deem necessary. These policies and procedures shall not conflict with these Bylaws. These policies and procedures may be changed from time to time by the Board as the Board decides. All policies and procedures shall be available to any Club member.
9. Board members may perform additional duties as assigned by the President.

Article 5: Meetings

1. Annual Meeting: An annual meeting of this Club shall be held no later than the first Wednesday in June to elect the President-Elect Nominee and Secretary-Elect or Treasurer-Elect who will serve for the next Rotary year starting on the following July 1st. The Annual Meeting may be held in conjunction with a regular meeting.
2. The regular weekly meetings of this Club are held on Wednesdays at Noon or at a time and place established by the Board. Reasonable notice of any change or cancellation of the regular meeting shall be given to all Club members.
3. Board meetings are held each month and any Club member may attend. Special meetings of the Board are called with reasonable notice by the President or upon the request of two board members. For purposes of discussion of sensitive topics, the President may at any time during a board meeting, declare that the meeting be closed to Board members only for Executive Session.

Article 6: Fees and Dues

1. 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, quarterly Rotary Foundation donation, and any other Rotary or district per capita assessment. Membership dues shall be assessed and payable in accordance with the policies of the club as established by the Board.
2. The Board shall establish written policies and procedures with regard to past due member fees, notices, suspension and/or termination of the member from the Club. Once established or changed, these policies and procedures shall be distributed to all members of the Club.

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Article 7: Method of Voting

The business of this Club and the Board is generally conducted by voice vote or show of hands except for the election of the Officers, which is conducted by ballot. In the case of a tie, the President shall cast the deciding vote. The Board may provide a ballot for a vote on specific resolutions.

Article 8: Committees

1. Club committees coordinate their efforts in order to achieve the Club's annual and long-range goals. The Club will, at a minimum, have the following committees:
 - a. Membership (chaired by the President-Elect)
 - b. Public Relations
 - c. Rotary Foundation
 - d. Avenues of Service (One committee and Director/Chair for each Avenue of Service consisting of Youth, International, Vocational, and Community)
 - e. Charitable Contributions
 - f. Scholarships
 - g. Fundraising (Wurstfest and Craft Beer Festival, or other approved fundraisers)
2. Additional committees may be appointed as needed.
3. The President shall be an *ex officio* member of all committees.
4. Except where special authority is given by the Board or voted on by the Membership, committees shall not take action until a report has been made and approved by the Board. The President or the Board may refer additional business to a specific committee as needed.
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 committee activities at the regular board meetings or as needed.
6. The President-Elect shall appoint the committee chairs effective on the day when the President-Elect assumes the office of President (July 1).

Article 9: Finances

1. Prior to each fiscal year, the Board shall prepare and approve an annual budget of estimated income and expenditures.
2. The Treasurer shall deposit club funds in the financial institution(s) designated by the Board.
3. Finances shall be administratively divided into three parts: Club Operations, Charitable Contributions, and Scholarships/Rotary Club of New Braunfels Foundation
4. Bills are paid by the Treasurer or another authorized officer when approved by two other officers or directors. The Board may establish levels of delegation of authority with regard to the required approvals of different payments.
5. A thorough annual review (audit) of all financial transactions for the previous term shall be completed by a third party (not the Treasurer, preferably a CPA) each year and a report made to the Board no later than the August regular board meeting.
6. An annual financial statement of the club shall be provided to club members.
7. The Club's fiscal year is from July 1 to June 30.

Article 10: Method of Electing Members

1. Any member may propose a candidate's name to the Board and said member will be the candidate's sponsor.

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2. The Board shall ensure that the candidate meets all of Rotary's membership requirements by referring the candidate's information to the Membership Committee.
3. The application will be reviewed by the membership committee who will conduct an interview with the candidate to conduct a brief orientation and education of Rotary and review membership requirements. Once complete, the membership committee will make a recommendation to the board.
4. The Board shall approve or reject the candidate's membership application within seven days of the recommendation from the membership committee and member readings shall begin at the following regular meeting. The Board will also notify the Club of the candidate's application via electronic mail.
5. If no member of the Club submits a written objection, including reasons for the objection, to the Board within three (3) days of the second and final reading of the prospective member, that person 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.
6. A member reading shall consist of verbal notification to the club of the proposed member's application and the sponsoring member at a regular Club meeting.
7. If the decision of the Board is favorable, the prospective member is invited to join the Club, and to allow their name and proposed classification to be conveyed to the Club.
8. A transferring or former member of another club may be proposed for membership by a current Club member or the former Club. If such member is in good standing with the Club they are transferring from, such member is exempt from the Club notice requirements and shall be notified of membership without delay.
9. The Club may elect honorary members proposed by the Board in accordance with the RI Constitution.

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 at the general meeting.

Article 12: Amendments

These Bylaws may be amended at any regular Club meeting. Proposed changes to the Club Bylaws require that written notice of the proposed changes be on a Board agenda and discussed by the Board prior to being scheduled for consideration of the members. For an amendment to be considered, members shall be advised of the specific proposed changes a minimum of ten (10) days before the meeting at which the proposed amendments shall be considered, a quorum must be present for the vote, and a minimum of 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.

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SIGNATURES

The Club Officers whose signatures appear below, do hereby certify that The Rotary Club of New Braunfels general membership voted on and approved these Bylaws, as amended on this _____.

Signed:

President Signature

Printed Name

Secretary Signature

Printed Name

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Revision History

Approved by Club Vote August 10, 2016

Amendments:

Approved by Club Vote November 8, 2017

- Article 3, Paragraphs 1, 2, 5, 6, 7: Established President-Elect Nominee procedures
 - Article 4, Paragraph 2: Clarified Immediate Past President as an advisor
 - Article 5, Paragraph 1: Clarified Officer-Elect positions for Annual Meeting
 - Article 5, Paragraph 3: Clarified Special Meeting requests and Executive Session
 - Article 6, Paragraph 1: Removed admission fee payment requirement prior to membership
 - Article 10, Paragraph 3: Added Interview component of membership application with membership committee recommendation requirement
 - Article 10, Paragraph 4: Added "recommendation from the membership committee" in lieu of proposal date
 - Article 10, Paragraph 5: Removed admission fee payment; reduced objection period from seven to three days; reduced readings from three to two
 - Article 10, Paragraph 7: Removed interview redundancy
- General renumbering and formatting

Amendments:

Approved by Club Vote October 10, 2019

- Article 1, Paragraph 1: Designated the President-Elect Nominee as an officer list.
- Article 2: Designated the President-Elect Nominee as a member of the Board of Directors.
- Article 3, Paragraph 7: Removed President-Elect Nominee from not having any formal duties.
- Article 4, Paragraph 4 moved to Paragraph 5. Paragraph 4 changed to specify duties of President-Elect Nominee. All paragraph numbers in list increased by one.
- Signature blocks changed to current President and current Secretary

Amendments:

Approved by Club Vote September 01, 2021

Grammatical corrections from Article 1 through Article 12, to include header and footer; permission granted by Club members to make spelling/grammatical corrections without Club vote, but members will receive notice of any changes made.

Article 1, paragraph 5: addition of Publicity to Directors of the Board.

Article 3, paragraph 1: changed May 1 to last Wednesday in April.

Article 3, paragraph 2: changed May 1 to first Wednesday in May.

Article 3, paragraph 3: changed June 1 to first Wednesday in June; addition of the word 'simple' in front of majority of votes.

Article 3, paragraph 6, section b: addition of 'Immediate' in front of Past President.

Article 4, paragraph 9: addition of 'by the President' in regards to duties of Board Members.

Article 5, paragraph 1: changed June 1 to first Wednesday in June.

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Article 8, paragraph 1: addition of new section “g. - Fundraising (Wurstfest and Craft Beer Festival, or other approved fundraisers)”.

Article 9, paragraph 3: addition of ‘Rotary Club of New Braunfels Foundation’ to Scholarship.

Signature blocks changed to reflect current Club President and Club Secretary.