

BYLAWS OF THE ROTARY CLUB OF PEMBERTON

Adopted June 26, 2017

These By-Laws for the Rotary Club of Pemberton, upon adoption, shall be binding upon each and every member of this organization. Club bylaws supplement the Standard Rotary Club Constitution and establish common club practices.

ARTICLE ONE – DEFINITIONS

- 1:** Board: The club's board of directors
- 2:** Director: A member of the club's board of directors
- 3:** Member: A member of the club, other than an honorary member
- 4:** Quorum: The minimum number of members to participate when a vote is taken: two-third of the club's members for club decisions and a majority of the directors for club board decisions
- 5:** RI: Rotary International
- 6:** Year: The 12-month period that begins on 1 July

ARTICLE TWO – BOARD

The governing body of this club is its board of directors, consisting of, at a minimum, the president, immediate past president, president-elect, vice-president, secretary, and treasurer.

ARTICLE THREE – ELECTIONS AND TERMS OF OFFICE

- Section 1:** Approximately one month before an election is to occur, a nominating committee is formed.
- Section 2:** The nominating committee is comprised of the 3 immediate past-presidents (including current sitting president) and 2 member's at large.
- Section 3:** Members may nominate candidates for president, president-elect, vice president, secretary, and treasurer to the committee. The committee is to gather all formal and informal nominations, and make its' recommendation to the club prior to the election.
- Section 4:** During the election meeting, the committee recommendations are presented to the club, and the floor will then be open to the member's for additional nominations.
- Section 5:** The candidate who receives a majority of the votes for each office is declared elected to that office.
- Section 6:** If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.
- Section 7:** The office of president-elect and vice-president can be held by the same person in the event there is a lack of nominees or members of interest.

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- Section 8:** The terms of office for each role are:
- President – 1 year
 - President-Elect – 1 Year
 - Vice-President – 1 Year
 - Treasurer – 1 Year
 - Secretary – 1 Year
 - Seargeant-at-arms – 1 year
 - Director(s) – appointed by sitting President

Section 9: If any officer or board member vacates his or her position, the remaining members of the board will appoint a replacement.

ARTICLE FOUR – DUTIES OF THE OFFICERS

- Section 1:** The president presides at club and board meetings.
- Section 2:** The immediate past president serves as a director on the club board.
- Section 3:** The president-elect prepares for his or her year in office and serves as a director.
- Section 4:** The vice president presides at club and board meetings when the president is absent.
- Section 5:** A director attends club and board meetings.
- Section 6:** The secretary keeps membership and attendance records.
- Section 7:** The treasurer oversees all funds and provides an annual accounting of them.
- Section 8:** The sergeant-at-arms maintains order in club meetings.

ARTICLE FIVE – MEETINGS

- Section 1:** An annual meeting of this club is held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.
- Section 2:** This club meets at least two (2) Monday's each month at 6:15pm. Annual schedule of meetings is to be distributed by incoming President each July. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.
- 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.

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ARTICLE SIX – DUES

Annual club dues are determined by the Board prior to start of the Rotary year. They are invoiced on an annual basis, and payment in full shall be received by end of Rotary year. Annual club dues include RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment.

ARTICLE SEVEN – METHOD OF VOTING

The business of this club is conducted by voice, electronic vote, or a show of hands except in the election of officers and directors, which may be conducted by ballot. The board may also provide a ballot for a vote on some resolutions.

ARTICLE EIGHT – COMMITTEES

Section 1: Club committees coordinate their efforts to achieve the club's annual and long-term goals. Each club should have the committees listed in article 13, section 7, of the Standard Rotary Club Constitution.

Section 2: The president is an ex officio member of all committees and, as such, has all the privileges of membership.

Section 3: Each committee's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports to the board on all committee activities.

ARTICLE NINE – FINANCES

Section 1: Before each fiscal year starts, the board prepares an annual budget of estimated income and expenditures.

Section 2: The treasurer deposits club funds in a financial institution or institutions designated by the board, divided into two accounts: one for club operations and one for service projects.

Section 3: Bills are paid by the treasurer or another authorized officer and approved by two other officers or directors.

Section 4: A qualified person conducts a thorough annual review of all financial transactions.

Section 5: Club members will receive an annual financial statement of the club.

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

ARTICLE TEN – METHOD OF ELECTING MEMBERS

Section 1: A member proposes a candidate for membership to the board, or another club proposes one of its transferring or former members.

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Section 2: The board approves or rejects the candidate's membership within 30 days and notifies the proposing member of its decision.

Section 3: If the board approves the candidate's membership, the prospective member is invited to join the club.

ARTICLE ELEVEN – AMENDMENTS

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 10 days before the meeting, having a quorum participate in the vote, and having 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.