

Bylaws of the Rotary Club of Aurora, Colorado

Article I Election of Officers and Directors

Section 1 -- Prior to the meeting for election of officers and directors, the president shall ask for nominations by members of the club for vice-president, secretary, treasurer, and any other designated officers or directors. The nominations shall be presented to a nominating committee and such committee shall be appointed as the club, through its board of directors, may determine. The nominees selected by the nominating committee shall be approved or disapproved by a vote of the club at a club meeting prior to December 31st of each year.

Section 2 -- The officers and directors so elected, together with the president, president-elect, and the immediate past president shall constitute the board of directors. The president may appoint some member of the club to act as sergeant-at-arms; the sergeant-at-arms will not serve on the board of directors.

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 shall be filled by action of the remaining members of the board of directors-elect.

Article II Board of Directors

The governing body of this club shall be the board of directors consisting of members of this club, namely, officers and directors elected in accordance with article I, section 1, of these bylaws, including the president, president-elect, vice-president, secretary, treasurer, the immediate past president, and any other officers or any other directors as designated by the board. There shall be at least four directors on the board, with each of said four directors serving as a chairperson of one of the four standing committees: Club Service, Vocational Service, Community Service, and International Service. Each director will serve a two-year term, and a minimum of two directors will be elected each year.

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. The president-elect shall oversee and coordinate the work related to membership, membership development and classifications.

Section 3 -- *Vice-President.* It shall be the duty of the vice-president 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. The vice-president shall oversee and coordinate the weekly programs for the club. The vice-president shall succeed to the office of President-Elect the following year.

Section 4 -- *Secretary.* It shall be the duty of the secretary to keep the records of membership, record the attendance at meetings, send out notices of meetings of the club, board and committees, record and preserve the minutes of such meetings, make the required reports to RI, including the semiannual reports of membership, which shall be made to the general secretary of RI on January 1st and July 1st of each year, and including prorated reports to the general secretary on 1 October and 1 April of each active, senior active and past service member who has been elected to membership in the club since the start of the July or January semiannual reporting period, the report of changes in membership, which shall be made to the general secretary of RI, the monthly report of attendance at the club meetings, which shall be made to the district governor immediately following the last meeting of the month, collect and remit to RI subscriptions to *THE ROTARIAN*, and perform such other duties as usually pertain to the office of secretary.

Section 5 -- *Treasurer.* It shall be the duty of the treasurer to have custody of all funds, accounting for same to the club at least annually and at any other time upon demand by the board and to perform such other duties as pertain to 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 6 -- *Sergeant-at-Arms.* The duties of the sergeant-at-arms shall be such as are prescribed by the president or the board.

Article IV Meetings

Section 1 -- *Annual Meeting/Installation Dinner.* An annual meeting of this club shall be held within thirty (30) days of July 1st of each year, at which time the officers and directors elected to serve for the ensuing year shall be installed.

Section 2 -- The regular weekly meetings of this club shall be held on Wednesday at 12:15 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 VII, section 3 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.

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, generally monthly, as designated by the president. 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, as set by the board, shall be paid before the applicant can qualify as a member.

Section 2 -- The membership dues, as set by the board, shall be payable quarterly, with the understanding that semiannually a portion of said dues shall be applied to each member's subscription to *THE ROTARIAN* magazine.

Article VI Method of Voting

The business of this club shall be transacted by *voice* vote unless otherwise determined by the board of directors.

Article VII Committees

Section 1 --

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

Club Service committee

Vocational Service committee

Community Service committee

International Service committee

- (b) The president shall, subject to the approval of the board, also appoint such committees on particular phases of club service, vocational service, community service and international service as deemed necessary.
- (c) The club service committee, vocational service committee, community service committee, and international service committee shall each consist of a chairman/director, who shall be named by the president from the membership of the board of directors.
- (d) The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon.
- (e) 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.
- (f) Where feasible and practicable in the appointment of club 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.

Section 2 -- Club Service Committee.

- (a) The chairman of the club service committee shall be responsible for all club service activities and shall supervise and coordinate the work of all committees appointed on particular phases of club service.
- (b) The club service committee shall consist of the chairman of the club service committee and the chairmen of all committees appointed on particular phases of club service.

Section 3 -- Vocational Service Committee

- (a) The chairman of the vocational service committee shall be responsible for all vocational service activities and shall supervise and coordinate the work of all committees appointed on particular phases of vocational service.
- (b) The vocational service committee shall consist of the chairman of the vocational service committee and the chairmen of all committees appointed on particular phases of vocational service.

Section 4 -- *Community Service Committee.*

- (a) The chairman of the community service committee shall be responsible for all community service activities and shall supervise and coordinate the work of all committees appointed on particular phases of community service.
- (b) The community service committee shall consist of the chairman of the community service committee and the chairman of all committees appointed on particular phases of community service.

Section 5 -- *International Service Committee.*

- (a) The chairman of the international service committee shall be responsible for all international service activities and shall supervise and coordinate the work of all committees appointed on particular phases of international service.
- (b) The international service committee shall consist of the chairman of the international service committee and the chairman of all committees appointed on particular phases of international service.

Article VIII Duties of Committees

Section 1 -- *Club Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to club service. The chairman of the club service committee shall be responsible for regular meetings of the committee and shall report to the board on all club service activities.

Section 2 -- *Vocational Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their vocational relationships and in improving the general standards of practice in their respective vocations. The chairman of this committee shall be responsible for the vocational service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of vocational service.

Section 3 -- *Community Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in their community relationships. The chairman of this committee shall be responsible for the community service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of community service.

Section 4 -- *International Service Committee.* This committee shall devise and carry into effect plans which will guide and assist the members of this club in discharging their responsibilities in matters relating to international service. The chairman of this committee shall be responsible for the international service activities of the club and shall supervise and coordinate the work of any committees that may be appointed on particular phases of international service.

Article IX 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 a specified length of time.

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 only by checks signed by the treasurer and the president.

Section 3 -- 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 four (4) quarters beginning on July 1st. 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.

Section 4 -- At the beginning of each fiscal year 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.

Article XI Method of Electing Members (For All Kinds of Membership)

Section 1 -- The name of a prospective member, proposed by any current member of the club, shall be submitted to the board in writing. The proposal for the time being 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 as soon as possible.

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 (including the kind of membership proposed), following which the prospective member shall be requested to sign

the membership proposal form and to permit his or her name and proposed classification (if active membership) 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 ten (10) days following the first publication of information about the prospective member, that person, upon payment of the admission fee (if not honorary membership), as prescribed in these by laws, 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 new member's induction and further orientation, and the club secretary shall report the new member to RI.

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 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 provided to each member at least ten 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.