

Bylaws of the Rotary Club of Mission San Rafael

As Amended April 6, 2017

Club bylaws supplement the Standard Rotary Club Constitution and establish common club practices, which must not conflict with the RI Constitution and Bylaws, the Standard Rotary Club Constitution, and the Rotary Code of Policies.

Article 1 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 participants who must be present when a vote is taken: one-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 2 Board

The governing body of this club is its board of directors, consisting of, at a minimum, the President, immediate past President, President-elect, Secretary, and Treasurer. Additional board members may serve on the board of directors, as determined by the board of directors from time to time. As an example, additional board members, as of July 1, 2017, are the Club Administration Director, Service Projects Director, and Rotary International Foundation Director, Membership Director and Director at Large. The Secretary and Treasurer may be paid a modest stipend for their efforts, as determined from time to time by the board. All other board members will serve with no compensation, but the club will pay or reimburse all reasonable out-of-pocket club expenses. (Note that the titles of the optional board members may be referred to by Rotary International as "Chair" rather than "Director.")

Article 3 Elections and Terms of Office

Section 1 — Two weeks before elections, members nominate candidates for President, Secretary, Treasurer, and any open director positions. The nominations may be presented by a nominating committee, by members from the floor, or both.

Section 2 — The candidate who receives a majority of the votes for each office is declared elected to that office.

Section 3 — If any officer or board member vacates his or her position, the remaining members of the board will appoint a replacement.

Section 4 — If any officer-elect or director-elect vacates a position, the remaining members of the board-elect will appoint a replacement.

Section 5 — The terms of office for each role are one year, from July 1 through June 30 of the following year. However, board members other than the President, President-Elect, and Immediate Past President are strongly encouraged to serve a term of three years, to achieve continuity, and to encourage the planning and executing of long-term projects.

Article 4 Duties of the Officers and Board Members:

All club officers and board members are to attend club meetings and monthly board meetings. Duties of board members may be changed or expanded by the Board, so long as the duties do not conflict with the RI Constitution and Bylaws, the Standard Rotary Club Constitution, and the Rotary Code of Policies. See Rotary club leader manuals for details on the roles of club officers.

President: Presides at club and board meetings, and oversees all other officers and board members' responsibilities.

Immediate Past President: Along with the President-elect, oversees fundraising for the Mission San Rafael Rotary Club Foundation.

President-elect: Prepares for his or her year in office and along with the immediate past President, oversees fundraising for the Mission San Rafael Rotary Club Foundation.

Secretary: Keeps membership and attendance records, and communicates them to Rotary International and District 5150 as required.

Treasurer: Oversees all club funds and accounts, accounts for funds using a program such as QuickBooks, provides an account of club finances to the board monthly, including a comparison to the budget for the club funds.

Club Administration Director (optional board member): Has responsibility for overseeing the following: club service, sergeant-at-arms, speakers/programs at the meetings, website and social media, the newsletter/bulletin, fellowship, and public relations. It is recommended that the director recruit chairs for each of the above responsibilities.

Service Projects Director (optional board member): Has responsibility for overseeing all community and international service projects, including youth services, vocational service, community service, and international service. It is recommended that the director recruit chairs for each of the four avenues of service listed above.

Rotary International Foundation Director (optional board member): Oversees contributions to Rotary International (to "The Rotary Foundation"), including Polio Plus, and is responsible for communicating to club members the accomplishments and importance of The Rotary Foundation worldwide, and encouraging contributions. This director also organizes proper recognition of club members who achieve one or more Paul Harris Fellowships and other milestones.

Membership Director (optional board member): Along with a membership committee, keeps members informed about the importance of membership recruitment and retention, and presents training opportunities. Encourages members to invite new members, tracks and follows up with potential members and the proposing member, maintains and distributes information packets to potential and new members that clearly explains their financial commitments and responsibilities, assigns and monitors a mentor

for each new member, tracks checklist of items for mentor to complete with new member.

Director at Large (optional board member): This Director position is at the option of the President. This member will perform any duties assigned to him or her by the President or the Board, including, for example, chairing any *ad hoc* committees considering particular issues or projects, and/or helping plan fundraising and other events.

Article 5 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 on Thursdays from 12 noon to 1:30 pm, at least three weeks per month, subject to change by the board. 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.

Article 6 Dues

Annual club dues are set from time to time by the board (presently \$200 per year, as of July 1, 2016), payable in full no later than June 30 of each calendar year. In addition, the board may require additional payments to cover club lunch commitments and/or to meet other club expenses, as determined from time to time. (Presently, \$70 per month is required from each member, which includes the cost of three lunches per month for that member or a guest.)

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 7 Method of Voting

The business of this club is conducted by voice vote or a show of hands except in the election of officers and directors, which is conducted by ballot. The board may also provide a ballot for a vote on some resolutions, at the request of the President or of two directors. The President is not restricted from voting, but normally does not vote except in the case of a tie vote.

Article 8 Committees

Section 1 — Club committees coordinate their efforts to achieve the club's annual and long-term goals. The club will have the required committees listed in article 13, section 7, of the Standard Rotary Club Constitution, and others the board determines appropriate.

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

Section 3 — The Director or chair of each committee or subcommittee is responsible for the regular meetings and activities of the committee or subcommittee, supervises and coordinates its work, and reports to the board on all committee or subcommittee activities.

Article 9 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.

Section 3 — Bills are paid by the Treasurer or another authorized officer after approval by the President, or if the President is unavailable, by the immediate Past President or the President Elect.

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 10 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.

Section 2 — The board approves or rejects the candidate’s application within 30 days and in the case of approval, causes all club members to be notified of the application and the allowance of a period of one week in which to notify the President or any board member of any objections to the applicant.

Section 3 — At the regular or a specially called board meeting following the one-week period above, the board considers any objections, and approves or disapproves the candidate’s membership, and notifies the proposing member of its decision.

Section 4 — If the board approves the candidate’s membership, the prospective member is invited to join the club.

Article 11 Amendments

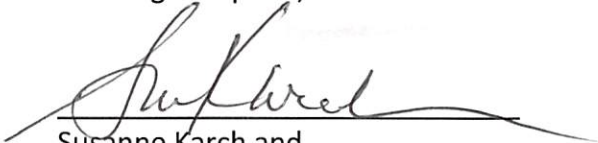
These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice (electronic communication is acceptable) to each member 10 days before the meeting, having a quorum present for the vote, and having two-thirds of the votes support the change. Changes to these bylaws must be consistent with the Standard Rotary Club Constitution, the RI Constitution and Bylaws, and the Rotary Code of Policies.

Approved by Club Board on March 1, 2017, for submission to Club for publication for a club vote:



William Perin, Club President

Approved by at least a two-thirds vote of a quorum of Club Members at the regular Club meeting on April 6, 2017:



Susanne Karch and



John Godsey, Co-Club Secretaries