

## **Bylaws of the Allendale / Saddle River Rotary Club**

### **Article 1 Definitions**

1. Board: The Board of Directors of this club.
2. Director: A member of this club's Board of Directors.
3. Member: A member, other than an honorary member, of this club.
4. RI: Rotary International.
5. Year: The twelve-month period that begins on 1 July.

### **Article 2 Board**

**Section 1** – The governing body of this club shall be the board consisting of seven (7) members of this club, namely, the immediate past president, president, vice-president, secretary, treasurer, the sergeant-at-arms, and one (1) director at large elected in accordance with article 3 of these bylaws.

**Section 2** – The Board shall make all decisions on the management of the Club, the allocation of monies, and shall be the court of last resort on all Club affairs.

### **Article 3 Election of Directors and Officers**

**Section 1** – At the last regular meeting of November, the presiding officer shall ask for nominations by members of the club for president, vice-president, secretary, treasurer, and the sergeant-at-arms. The nominations may be presented by a nominating committee or by members from the floor. If it is determined to use a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted before the last regular meeting of December. The candidates for president, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices.

**Section 2** – The Secretary and Treasurer may serve unlimited terms.

**Section 3** – On or before December 31 the President-elect shall choose one member to serve as a director at large. Directors-at large may not serve more than two (2) successive terms.

**Section 4** – On 1 July immediately following that year, the officers-elect and director-elect shall assume office.

**Section 5** – A vacancy in the board or any office shall be filled by action of the remaining directors.

**Section 6** – A vacancy in the position of any officer-elect or director-elect shall be filled by action of the remaining directors-elect.

### **Article 4 Duties of Officers**

**Section 1** – *Immediate Past President.* It shall be the duty of the immediate past president to serve as a director and to perform such other duties as may be prescribed by the president or the board.

**Section 2** – *President.* It shall be the duty of the president to preside at meetings of the club and the board and to perform other duties as ordinarily pertain to the office of president.

**Section 3 – Vice-President.** It shall be the duty of the vice-president to preside at meetings of the club and the board in the absence of the president and to perform other duties as ordinarily pertain to the office of vice-president. These may include but are not limited to: scheduling speakers and maintaining the Club calendar.

**Section 4 – Secretary.** It shall be the duty of the secretary to keep membership records; record attendance at meetings; send out notices of club, board, and committee meetings; record and preserve the minutes of such meetings; report as required to RI, including the semiannual reports of membership on 1 January and 1 July of each year, which shall include per capita dues for all members and prorated dues for active members who have been elected to membership in the club since the start of the July or January semiannual reporting period; report changes in membership; provide the monthly attendance report, which shall be made to the district governor within 15 days of the last meeting of the month; collect and remit RI official magazine subscriptions; and perform 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 it to the club annually and at any other time upon demand by the board, and to perform other duties as pertains 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 usually prescribed for such office and other duties as may be prescribed by the president or the board. These may include but are not limited to: ensure the meeting location is properly set up, ensure meetings begin on time, maintain order during the meeting, ensure meetings end on time, and collection of happy dollars.

**Section 7 – Director at large.** The duties of the director at large shall be such as are usually prescribed for such office and other duties as may be prescribed by the president or the board.

## **Article 5 Meetings**

**Section 1 – Annual Meeting.** An annual meeting of this club shall be held each year, at which time the installation of officers and directors to serve for the ensuing year shall take place.

**Section 2 – Regular Weekly Meetings.** The regular weekly meetings of this club shall be held on Wednesday at 8:00 AM. 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 pursuant to 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 9, sections 1 and 2.

**Section 3 –** One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

**Section 4 – Board Meetings.** The board shall meet a minimum of every two (2) months, at such time and place as may be convenient to the Board Members. Special meetings of the board shall be called by the president, whenever deemed necessary, or upon the request of two (2) directors, due notice having been given.

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

## **Article 6 Fees and Dues**

**Section 1** – The membership dues shall be determined by the Board per annum, payable semiannually on the first day of July and of January, with the understanding that a portion of each semiannual payment shall be applied to each member’s subscription to the RI official magazine.

**Section 2** – All regular members and visiting Rotarians in attendance shall pay a weekly fee, paid at the time of the meeting, at an amount to be determined by the Board per annum.

**Section 3** – All regular members shall also contribute such sums or good in kind in support of the Club's fund raising activities, and amounts to be determined by the Board per annum.

## **Article 7 Method of Voting**

The business of this club shall be transacted by *viva voce*1 vote except the election of officers and directors, which shall be by ballot. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

## **Article 8 Avenues of Service**

The Avenues of Service are the philosophical and practical framework for the work of this Rotary club. The foundation of club activity and its commitment to Service Above Self are divided into the Five Avenues of Service. They are Club Service, Vocational Service, Community Service, International Service, and New Generations Service. This club will be active in each of the Avenues of Service.

## **Article 9 Committees**

Club committees are charged with carrying out the annual and long-range strategic goals of the club. The president-elect, president, and immediate past president should work together to ensure continuity of leadership and succession planning. When feasible, committee members should be appointed to the same committee for three years to ensure consistency. The president-elect is responsible for appointing committee members to fill vacancies, appointing committee chairs, and conducting planning meetings prior to the start of the year in office. It is recommended that the chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

### **Club Service Committee**

Club Service focuses on strengthening fellowship and ensuring the smooth functioning of Rotary clubs. Club Service is the portal to the District’s database of members and activities. The Club Service Committee should develop and implement a comprehensive plan for the effective operation of the club, provide for effective meetings and speakers, develop and implement a comprehensive plan for the recruitment and retention of members, and should develop and implement plans to provide the public with information about Rotary and to promote the club’s service projects and activities. The Vice President shall chair this committee *de facto*.

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1 Viva voce vote is defined as when club voting is conducted by vocal assent.

### **Vocational Service Committee**

Vocational Service involves club members serving others through their professions and aspiring to high ethical standards. Rotarians, as business leaders, share skills and expertise through their vocations, and they inspire others in the process. The Vocational Service Committee should develop programs to recognize vocational excellence and high ethical standards in the workplace.

### **Community Service Committee**

Community Service is the opportunity Rotary clubs have to implement club projects and activities that improve life in the local community. The Community Service Committee should develop and implement activities that will involve the Club in service activities on both the local and district level, and provide for the effective coordination and execution of the Club's fund raising programs.

### **International Service Committee**

International Service encompasses efforts to expand Rotary's humanitarian reach around the world and to promote world understanding and peace. It includes everything from: providing disaster aid in the United States, Peru, Haiti, etc.; contributing to PolioPlus; helping Rotary Youth Exchange students adjust to their host countries. The International Service Committee should develop and implement plans that will involve the Club in service activities on an International level, provide for Club education on the activities and programs of Rotary International, and should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

### **New Generations Committee**

New Generations Service recognizes the positive change implemented by youth and young adults through leadership development activities such as RYLA, RoterAct, and Interact club service projects, and creating international understanding with Rotary Youth Exchange. The New Generations Committee shall develop and implement plans to support these programs which may include but are not limited to: selection of a RYLA Candidate and Scholarship Recipient.

### **Sunshine Committee**

The Sunshine committee shall be charged with recognizing life cycle events of the club's membership. These events may include but are not limited to: birthdays, anniversaries, deaths, etc.

Additional ad hoc committees may be appointed as needed.

- (a) The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon.
- (b) Each committee shall transact its business as is delegated to it in these 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 and approved by the board.

(c) 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 all committee activities.

## **Article 10 Duties of Committees**

**Section 1** – The duties of all committees shall be established and reviewed by the president for his or her year. In declaring the duties of each, the president shall reference appropriate RI materials and the Avenues of Service when developing plans for the year.

**Section 2** – Each committee shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each year for implementation during the course of the year. It shall be the primary responsibility of the president-elect to provide the necessary leadership to prepare a recommendation for club committees, mandates, goals, and plans for presentation to the board in advance of the commencement of the year as noted above.

## **Article 11 Leave of Absence<sup>2</sup>**

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 no longer than twelve (12) months.

## **Article 12 Finances**

**Section 1** – Prior to the beginning of each fiscal year, the board shall prepare a budget of estimated income and expenditures for the year, which shall stand as the limit of expenditures for these purposes, unless otherwise ordered by action of the board. The budget shall be broken into two separate parts: one in respect of club operations and one in respect of charitable/service operations.

**Section 2** – The treasurer shall deposit all club funds in a bank, named by the board. The signatories of the account shall be the current President, Vice President, Treasurer, and Secretary. The club funds shall be divided into two separate parts: club operations and service projects.

**Section 3** – The treasurer has the authority to pay bills up to \$250. In absence of the treasurer two board members may pay bills up to \$250. All bills or expenditures greater than \$250 need to be approved by at least two additional board members.

**Section 4** – A thorough review of all financial transactions by the board shall be made at least once each year.

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*2 Such leave of absence does operate to prevent a forfeiture of membership; it does not operate to give the club credit for the member's attendance. Unless the member attends a regular meeting of some other club, the excused member must be recorded as absent except that absence authorized under the provisions of the Standard Rotary Club Constitution is not computed in the attendance record of the club.)*

**Section 5** – 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 two (2) semiannual periods extending from 1 July to 31 December, and from 1 January to 30 June. The payment of per capita dues and RI official magazine subscriptions shall be made on 1 July and 1 January of each year on the basis of the membership of the club on those dates.

### **Article 13 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 or former member of another club may be proposed to active membership by the former club. 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 standard Rotary 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** – (a) If no written objection to the proposal, stating reasons, is received by the board from any member (other than honorary) of the club within fourteen (14) 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 bylaws, shall be considered to be elected to membership.

(b) 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, membership card, and new member Rotary literature. In addition, the president or secretary will report the new member information to RI and the president will assign a member to assist with the new member's assimilation to the club as well as assign the new member to a club project or function.

**Section 7** – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

### **Article 14 Resolutions**

The club shall not consider any resolution or motion to commit the club on any matter until the board has considered it. Such resolutions or motions, if offered at a club meeting, shall be referred to the board without discussion.

### **Article 15 Order of Business**

Meeting called to order.

Introduction of visitors.

Correspondence, announcements, and Rotary information.

Committee reports if any.  
Treasurer's Report (at monthly business meeting)  
Any unfinished business.  
Any new business.  
Address or other program features.  
Adjournment.

## **Article 16 Amendments**