

Approved Nov 5, 2020
***Bylaws of the Rotary Club of**
Tunkhannock

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. Quorum: The minimum number of participants who must be present when a vote is taken: one quarter 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 twelve-month period that begins on 1 July.

Article 2 Board

The governing body of this club shall be the board consisting of 14 members of this club, namely, the president, immediate past president, president-elect (or president-nominee, if no successor has been elected), vice-president, secretary, and treasurer. At the discretion of the board, also added can be the 8 directors elected in accordance with article 3, section 1 of these bylaws.

Article 3 Election and Terms of Office

Section 1 –One month before elections, members nominate candidates for president, vice-president, secretary, treasurer, and 8 directors. The nominations may be presented by a nominating committee, by members from the floor, or both. If using a nominating committee, such committee will consist of the president, past president and president-elect. The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting.

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 their 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:

President —	one year	(When a successor is not elected, the current president's term can be extended for up to one year.)
Vice President —	one year	
Treasurer —	one year	
Secretary —	one year	
Director —	one year	

Article 4 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 – The secretary keeps membership and attendance records.

Section 6 – The treasurer oversees all funds and provides an accounting of them.

Section 7 – A director attends club and board meetings.

Article 5 Meetings

Section 1 – *Annual Meeting.* An annual meeting of this club is held on the first Thursday of December in each year, to elect the officers and directors who will serve for the next Rotary year.

Section 2 – This club meets as follows: regular meetings on Thursday at 12:15 PM and flash meetings twice each month. Reasonable notice of any change or cancellation of the regular or flash meetings will be given to all club members. One-fourth of the membership shall constitute a quorum at the annual and regular meetings of this club.

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. A majority of the directors shall constitute a quorum of the board.

Article 6 Dues

Annual club dues are \$160 per annum for individuals and \$200 per annum for corporate memberships, payable annually before June 30 or semiannually before June 30 and December 31. Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, and any other club fees, Rotary or district per capita assessment and may be slightly discounted by the Board if paid in full by June 15.

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 in person or via e-mail for a vote on some resolutions.

Article 8 Committees

Section 1 - This club's committees comprise those listed in article 11, section 7, of the Standard Rotary Club Constitution. Club committees are charged with carrying out the annual and long-range strategic goals of the club. When feasible, committee members should be appointed to the same committee for three years to ensure consistency. It is recommended that the chair have previous experience as a member of the committee.

Section 2 - The president is an *ex officio* a member of all committees.

Section 3 - Each committee 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 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, divided into two accounts: one for club operations and one for service projects.

Section 3 – Bills are paid by the treasurer or other authorized officer and approved by the President, the Past President or the President-Elect.

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

Section 5 – Officers and authorized individuals having charge or control of club funds shall give bond as required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 6 – The fiscal year of this club shall extend from 1 July to 30 June.

Section 7 – The club will have a Finance Committee, consisting of three (3) members who verify cash deposits and reconcile bank statements.

Section 8 – Club members will receive an annual financial statement of the club. A mid-year financial report, with current and previous year income and expenses, is presented at the annual meeting.

Article 10 Method of Electing Members

Section 1 – A member proposes a candidate for membership to the board and/or the membership committee, or another club proposes one of its transferring or former members. The proposal is kept confidential, except as otherwise provided in this procedure.

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 no written objection to the proposed member, stating reasons, is received by the board from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, that person, is considered elected to membership.

If any objection has been filed with the board, it will be voted on at its next meeting. If approved despite the objection, the proposed member is considered to be elected to membership.

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

Article 11 Honorary and Corporate Memberships

Section 1 – The club may elect, in accordance with the standard Rotary club constitution, honorary members proposed by the board.

Section 2 - The Rotary Club of Tunkhannock offers a corporate membership program for businesses, professional practices, government entities and educational institutions.

1. **Qualifications.** The employees of any business are eligible for corporate membership in the Rotary Club of Tunkhannock.
2. **Members.** Subject to the approval of the club's board, the business designates employees to serve as members of the Rotary Club of Tunkhannock and may appoint up to 3 people to be primary members or alternates.
3. **Attendance.** Attendance and participation requirements of the club may be met by any of the members. All members (primary and alternates) are entitled to attend any regular meeting of the club or any other Rotary club as determined by the club.
4. **Dues.** Dues for the corporation are \$200 per year. All corporate members will be required

to cover the cost of their meals.

5. **RI registration.** Primary corporate members for whom RI dues have been paid are registered as active members in Rotary's database. They will be listed as official members of the club and noted in the roster as primary corporate members of the named business. Alternate corporate members for whom RI dues have not been paid are not listed on the club roster in Rotary's database.
6. **Votes and quorum.** For the purpose of general meetings and club matters, the primary corporate member is eligible to vote. Since the corporation has one primary member that is reported as an active, RI dues-paying member, it will have only one vote which will be made by the designee attending the meeting at which the vote is taken.
7. **Holding office.** Any RI dues-paying member listed in Rotary's database, which includes the primary corporate member, is eligible to hold office. Alternates who do not pay RI dues are not eligible.

Article 12 Amendments

These bylaws may be amended at any regular club meeting. Changing the club bylaws requires sending written notice to each member 21 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.