

Bylaws of the Rotary Club of Metropolitan Lubbock

Article 1 Definitions

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

Article 2 Board of Directors

The governing body of this club shall be the Board of Directors consisting of eleven **or twelve** members, namely, the president, immediate past president, president-elect, vice-president, secretary, treasurer, four directors-at-large, the sergeant-at-arms, **and the chairman of the satellite club if said club exists.**

Article 3 Election of Board of Directors

Section 1 — *Nominations.* By September 1 each year a Nominating Committee shall be appointed by the president in consultation with the Board of Directors. At a regular meeting in October, at least one month prior to the annual meeting, the Nominating Committee will present candidates for president, **president-elect**, vice-president, secretary, treasurer, two directors-at-large, and sergeant-at-arms. **The vice-president shall also serve as president-nominee.** At this time the presiding officer shall ask for additional nominations from members.

Section 2 — *Voting and Election.* The nominations duly made shall be placed on a ballot in alphabetical order under each office and shall be voted on by secret, written ballot at the annual meeting. The candidates for president, **president-elect**, vice-president, secretary, treasurer, two directors-at-large and sergeant-at-arms, receiving a majority of the votes shall be declared elected to their respective offices on the following July 1.

Section 3 — *Presidential Succession.* The presidential succession shall **ordinarily** be as follows. On July 1 immediately after serving as:

- a. **vice-president**, the **vice-president** shall assume a one-year term of office as president-elect.
- b. president-elect, the president-elect shall assume a one-year term of office as president.
- c. president, the president shall assume a one-year term of office as immediate past president.

Section 4 — *Terms of Office.* The **president-elect**, vice-president, secretary, treasurer, and sergeant-at-arms shall serve one-year terms starting July 1 following their election. **The secretary, treasurer, and sergeant-at-arms** may serve no more than three consecutive terms. The directors-at-large shall serve two-year terms starting July 1 following their elections with half of the directors-at-large elected in odd numbered years and half of the directors-at-large elected in even numbered years. Directors-at-large may not be elected to two consecutive terms as director-at-large and may not serve more than three consecutive years.

Section 5 — *Vacancies on the Board of Directors.* Vacancies on the Board of Directors shall be filled by action of the remaining members of the Board of Directors.

Section 6 — *Minimum Qualifications.* A candidate for any elected position must have been a member in good standing of the Rotary Club of Metropolitan Lubbock for a minimum of one year as of the date [she/he assumes office](#) and have had experience with Rotary activities beyond attendance at Rotary meetings.

Article 4 Duties of Officers

Section 1 — *President.* It shall be the duty of the president to preside at meetings of the club and the Board of Directors and to perform other duties as ordinarily pertain to the office of president or may be required by the Club's Constitution or Bylaws or requested by the Board of Directors or RI.

Section 2 — *Immediate Past President.* It shall be the duty of the immediate past president to serve as a member of the Board of Directors and to perform such other duties as may be required by the Club's Constitution or Bylaws or requested by the president, Board of Directors or RI.

Section 3 — *President-elect.* It shall be the duty of the president-elect to preside at meetings of the club and the Board of Directors in the temporary absence of the president and to serve as a member of the Board of Directors and to perform such other duties as may be prescribed by the Club's Constitution or Bylaws, president, Board of Directors or RI.

Section 4 — *Vice-President.* It shall be the duty of the vice-president to preside at meetings of the club and the Board of Directors in the temporary absence of the president and president-elect, perform other duties as ordinarily pertain to the office of vice-president, and perform such other duties as may be required by the Club's Constitution or Bylaws or requested by the president, Board of Directors or RI.

Section 5 — *Secretary.* It shall be the duty of the secretary to

- a. keep membership records;
- b. record attendance at meetings;
- c. send out notices of club, Board of Directors, and committee meetings;
- d. record and preserve the minutes of such meetings;
- e. report as required to RI, including the semiannual reports of membership on January 1 and July 1 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;
- f. report changes in membership;
- g. provide the monthly attendance report, which shall be made to the district governor by the tenth day of the following month;
- h. collect and remit RI official magazine subscriptions;
- i. perform other duties as usually pertain to the office of secretary; and
- j. perform such other duties as may be required by the Club's Constitution or Bylaws or requested by the president, Board of Directors or RI.

Section 6 — *Treasurer*. It shall be the duty of the treasurer to:

- a. have custody of all funds, accounting for it to the club annually and at any other time upon demand by the Board of Directors;
- b. perform other duties as pertains to the office of treasurer; and
- c. perform such other duties as may be required by the Club's Constitution or Bylaws or requested by the president, Board of Directors or RI.

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 7 — *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 required by the Club's Constitution or Bylaws or requested by the president, Board of Directors or RI.

Section 8 — *Directors-at-large*. The duties of the directors-at-large shall be such as are usually prescribed for such office and other duties as may be required by the Club's Constitution or Bylaws or requested by the president, Board of Directors or RI. Each director-at-large will serve as the chair of a standing or *ad hoc* committee at the request of the president.

Article 5 Meetings

Section 1 — *Annual Meeting*. An annual meeting of this club shall be held on the second Friday in November in each year, at which time the election of Board of Directors members prescribed in Article 3 to serve for the ensuing year shall take place.

Section 2 — *Weekly Meeting*. The regular weekly meetings of this club shall be held on Friday at 7 AM. Due notice of any changes in or canceling of the regular meeting shall be given by the president 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 — *Quorum*. One-third of the membership shall constitute a quorum at the annual and regular meetings of this club.

Section 4 — *Board of Directors Meetings*. Regular meetings of the Board of Directors shall be held on a day of the month to be decided for the year by the Board of Directors at their July meeting to be called by the president, due notice having been given. Special meetings of the Board of Directors shall be called by the president, whenever deemed necessary, or upon the request of two (2) members of the Board of Directors, due notice having been given.

Section 5 — *Board of Directors Quorum*. A majority of the members of the Board of Directors shall constitute a quorum of the Board of Directors.

Article 6 Fees and Dues

The membership dues shall include RI international and district dues, subscription to the RI

official magazine, and club administrative costs, and be set by the Board and approved by the members, payable in equal amounts.

Article 7 Method of Voting

The business of this club shall be transacted by voice vote except the election of members of the Board of Directors, which shall be by ballot, or when another method of voting is duly requested by members present and voting. The Board of Directors may hold an electronic vote of members by a date certain on any resolution except election of members of the Board of Directors or amendments to the Bylaws or Constitution.

Article 8 Avenues of Service

The Avenues of Service are the philosophical and practical framework for the work of this Rotary club. They are Club Service, Vocational Service, Community Service, International Service, and Youth Service. This club will be active in each of the Avenues of Service.

Article 9 Committees

Section 1— *Standing 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 his or her Rotary year as President. It is recommended that the chair have previous experience as a member of the committee. Standing committees should be appointed as follows:

a. Financial

This committee should conduct activities associated with the effective fiscal operation of the club, including an annual review of the club's income and expenses, the nature of which shall be determined by the Board of Directors, and preparation of a draft budget to present to the Board of Directors at their regular July meeting. This committee shall include but not be limited to the immediate past president, president, president-elect, treasurer and an additional member who is not serving on the Board of Directors.

b. Planning

This committee should examine the club's activities relative to the Avenues of Service and recommend to the Board of Directors whether any activities should be discontinued, modified or added. This committee shall meet at least semi-annually and include but not be limited to the immediate past president, president, president-elect, another member of the Board of Directors, and a past president who is not serving on the Board of Directors.

c. Membership

This committee should develop and implement a comprehensive plan for the recruitment, education and retention of members.

d. Rotary Foundation

This committee should develop and implement plans to educate members and support and contribute to the Rotary Foundation.

Section 2 — *Ad hoc Committees.* *Ad hoc* committees may be appointed as needed.

Section 3 — *Duties of Committees.* The duties of all committees shall be established and reviewed by the president for his or her year in office. In declaring the duties of each, the president shall reference appropriate RI materials and the Avenues of Service when developing plans for the year.

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 of Directors in advance of the commencement of the year as noted above.

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 of Directors. Except where special authority is given by the Board of Directors, such committees shall not take action until a report has been made and approved by the Board of Directors.

Each committee 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 of Directors on all committee activities.

Section 4. The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon.

Article 10 Leave of Absence

Upon written application to the Board of Directors, 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. The granting of a leave of absence does not remove the member's responsibility to pay membership dues during the leave.

Article 11 Finances

Section 1 — At the Board of Directors' regular July meeting, using a draft budget prepared by the Financial Committee, the Board of Directors shall approve 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 of Directors. 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 of Directors.

Section 3 — No expenditure may be made without prior approval by the Board of Directors. All bills shall be paid in a timely manner by the treasurer or other authorized officer over the signature of two of the following three: president, treasurer, and president-elect.

Section 4 — A thorough review of all financial transactions arranged by the Financial Committee and by a means approved by the Board of Directors shall be made once each year.

Section 5 — For the safe custody of the funds of the club, officers having charge or control of club funds shall be bonded in a manner approved by the board, cost of bond to be borne by the club.

Section 6 — The fiscal year of this club shall extend from July 1 to June 30. The payment of RI per capita dues and RI official magazine subscriptions shall be made on July 1 and January 1 of each year on the basis of the membership of the club on those dates, and payment of district per capita dues shall be made yearly when invoiced.

Article 12 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 of Directors 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 of Directors shall ensure that the proposal meets all the classification and membership requirements of the standard Rotary club constitution.

Section 3 — The Board of Directors 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 of Directors 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 — If no written objection to the proposal, stating reasons, is received by the Board of Directors from any member (other than honorary) of the club within seven (7) days following publication of information about the prospective member, that person shall be considered to be elected to membership.

If any such objection has been filed with the Board of Directors, it shall vote on this matter at its next meeting. If approved despite the objection, that person 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 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 of Directors.

Article 13 Resolutions

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

Article 14 Order of Business

Meeting called to order.
Introduction of visitors.
Correspondence, announcements, and Rotary information.
Committee reports if any.
Any unfinished business.
Any new business.
Address or other program features.
Adjournment.

Article 15 Satellite Club

The Rotary Club of Metropolitan Lubbock may form a satellite Rotary Club as permitted by Rotary International. The satellite club has its own officers, bylaws, meeting times, and dues structure. Satellite club members are members of the Rotary Club of Metropolitan Lubbock and their dues will be remitted through the sponsor club. Satellite clubs must have at least eight members at the time of formation to satisfy the requirements of Article 13, section 6(b) of the Standard Rotary Club Constitution. The Chairman of the satellite club serves as a full member of the Rotary Club of Metropolitan Lubbock Board of Directors.

Article 16 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 electronically distributed to each member at least ten (10) days before such meeting. A member may request in writing to the secretary that she or he receive mailed notice of proposed amendments in place of the electronic notification. Such request will be in effect for the Rotary year and may be renewed, if desired by the member, for another year. No amendment or addition to these bylaws can be made which is not in harmony with the standard Rotary club constitution and with the constitution and bylaws of RI.