

Bylaws of the Rotary Club of Sun Prairie, WI

Article I Definitions

1. Board: 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. Year: The twelve-month period that begins on 1 July

Article II Board

The governing body of this club shall be the board consisting of seven (7) members of this club, namely two (2) directors elected in accordance with article 3, section 1 of these bylaws, and the president, vice-president/
president-elect, secretary, treasurer, and immediate past president.

Article III Election of Directors and Officers

Section 1 – At a regular meeting one month prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for vice president/president-elect, secretary, treasurer and two (2) directors. The nominations may be presented by a nominating committee or by members from the floor, by either or both, as a club may determine. If it is determined to have a nominating committee, such committee shall be appointed as the club may determine. The nominations duly made shall be placed upon a ballot in alphabetical order under each office, and shall be voted for at the annual meeting. The candidates for vice-president/president-elect, secretary and treasurer receiving a majority of the votes shall be declared elected to their respective offices. The two (2) candidates for director receiving a majority of the votes shall be declared elected as directors. The vice-president/president-elect elected in such balloting shall serve as a member of the board as president-nominee for the year commencing on the first of July following his/her election as vice-president/president-elect, and shall assume office as president on the first day of July immediately following his year of service on the board as president-elect.

Section 2 – The officer and directors, so elected, together with president, and the immediate past president shall constitute the board of directors. Within one week after their election the President with concurrence of the board shall select a member of the club to act as sergeant-at-arms.

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 boards of directors-elect.

Article IV 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 his/her office.

Section 2 – *Vice-President/President-Elect*. It shall be the duty of the vice-president/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. It shall also be his/her duty to preside at meetings of the club and board in the absence of the president and to perform such other duties as ordinarily pertain to his/her office.

Section 3 – *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 Rotary International, including the semiannual reports of membership on January 1st and July 1st of each year and prorated reports on 1 October and 1 April of each active member who has been elected to membership in the club since the start of the July or January semiannual reporting period, report of 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 to Rotary International subscriptions to the official magazine; and perform such other duties as usually pertains to his/her office.

Section 5 – *Treasurer*. It shall be the duty of the treasurer to have custody of all funds, accounting for same to the club annually and at any other time upon demand by the board and to perform such other duties as pertain to his/her office. Upon his/her retirement from office he/she shall turn over to his/her successor or to the president all funds, books of accounts and any other club property in his/her possession.

Section 6 – *Sergeant-at-Arms*. The duties of the sergeant-at-arms shall be such as usually prescribed for such office and other duties as may be prescribed by the president or the board.

Article V Meetings

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

Section 2 – The regular weekly meetings of this club shall be held on Tuesday at 7:15 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 by the board of directors of this club, pursuant to Article 8, Sections 2, 3, and 4 of the standard Rotary club constitution) in good standing of 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 8, Section 1.

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

Section 4 – Regular monthly meetings of the board shall be held on a date, at a time, and at a place 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 VI Fees and Dues

Section 1 – The admission fee shall be set by the board on an annual basis and shall ~~to~~ be paid before the applicant can qualify as a member.

Section 2 – The annual membership dues shall consist of the annual dues set by Rotary International, the annual dues set by District 6250, and any club dues set by the board and approved by the membership, payable in quarterly installments. Club payment of dues to Rotary International shall be made semiannually on the first day of July and January, with the understanding that a portion of said payment shall be applied to each member's subscription to Rotary International's official magazine.

Article VII Method of Voting

The business of this club shall be transacted by *viva voce* vote except the election of officers and directors, which shall be by ballot. *Viva voce* vote is defined as when club voting is conducted by vocal assent. The board may determine that a specific resolution be considered by ballot rather than by *viva voce* vote.

Article VIII Four Avenues of Service

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

Article IX Committees

Club committees are charged with carrying out the annual and long-range goals of the club based on the four Avenues of Service. 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 (3) 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:

- Membership – This committee should develop and implement a comprehensive plan for the recruitment and retention of member.
- Club Public Relations – This committee should develop and implement plans to provide the public with information about Rotary and to promote the club’s service projects and activities.
- The Rotary Foundation – This committee should develop and implement plans to support The Rotary Foundation through both financial contributions and program participation.

Additional ad hoc committees may be appointed as needed to carry out the business of the club and projects within the Four Avenues of Service.

- (a) The president shall be ex-officio 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 X Duties of Committees

The duties of all committees shall be established and reviewed by the president for his/her year. In declaring the duties of each, the president shall make reference to appropriate Rotary International materials. The service project committee will consider vocational service, community service and international service avenues 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 in advance of the commencement of the year as noted above.

Article XI 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. 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 he/she attends a regular meeting of some other club or other authorized Rotary activity, the excused member must be recorded as absent, except that absence authorized under the provision of Art. VIII, sec 3 and 4 of the standard Rotary club constitution is not computed in the attendance record of the club.

Article XII Finances

Section 1 – The treasurer shall deposit all funds of the club in a financial institution to be named by the board.

Section 2 – All bills shall be paid only by checks signed by the treasurer and one other officer upon vouchers signed by the club president or any two officers. A thorough review of all financial transactions by a qualified person shall be made once each year.

Section 3 – Officers having charge or control of funds shall give bond as may be required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 4 – 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) quarterly periods extending from July 1 to September 30, October 1 to December 31, January 1 to March 31, and April 1 to June 30. The payment of per capita dues and magazine subscriptions to Rotary International 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 5 – 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, and approved by the club membership, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the board.

Section 6 – At the beginning of each fiscal year and in conjunction with the development of the club budget, the board shall propose to the club any changes in the club dues. Other changes to club dues may be made by the membership as deemed necessary during the club year.

Article XIII Method of Electing Members

Section 1 – The name of a prospective member, proposed by an active member of the club or by the membership committee, 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 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 standard Rotary club constitution.

Section 3 – The board shall proposal within 30 days of submission and shall then 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 in the club, following which the prospective member shall be requested to complete and submit and application for membership and to give his/her permission for his/her name and proposed classification to be published to the club.

Section 5 – If no written objection to the proposal, stating reason, is received by the board from any members of the club within seven (7) days following publication of ~~the~~ information about the prospective member, that person (if not honorary membership) upon payment of the admission fee shall be considered to be elected to membership. If any objection has been filed with the board, the board shall vote on this matter at its next meeting. If approved despite the objection, the proposed member, upon payment of the admission fee, shall be considered to be elected 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 Rotary International 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 IVX 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 XV Order of Business

The following components shall be included in each regular meeting of the club, the order of which shall be at the discretion of the presiding president:

Meeting called to order.
Introduction of visiting Rotarians and guests.
Correspondence, announcements and Rotary Information.
Committee reports, if any.

Any unfinished business.
Any new business.
Address or other program features.
Adjournment.

Article XVI Amendments

These bylaws may be amended (in accordance with Article 18 of the constitution) at any regular meeting of the membership, a quorum (one-third of the membership) being present, by a two-thirds vote of all members present, provided that notice of such proposed amendment shall have been mailed (in accordance with Article 17 of the constitution) to each member at least ten (10) 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 Rotary International.

These bylaws were adopted by the membership of the Rotary Club of Sun Prairie on November 6, 2007