

Bylaws of the Rotary Club of Hilton Head Island-Sunset

Club bylaws supplement the Standard Rotary Club Constitution with common club practices. The bylaws, once adopted, are binding for the members of the club. They have been customized to reflect our club's practices, and are not in conflict with the RI Constitution and Bylaws.

Article 1 Definitions

1. Board: The board of directors of this club.
2. Director: A director on this club's board.
3. Committee Chairman: A Director or Member appointed by the president to serve as chairman of Club Service, Vocational Service, Community Service, and International Service.
4. Member: A member, other than an honorary member, of this club.
5. 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.
6. RI: Rotary International.
7. Rotary Fiscal and Operating Year: the 12-month period beginning 1 July.

Article 2 Board

The governing body of this club is its board of directors, consisting of: the president, immediate past president, president-elect, vice-president, secretary, treasurer, and sergeant-at-arms. These are the officers of the club. Non-officer, voting board members may be added by a vote of the officers in the current year, and continued in subsequent years if confirmed by the membership through election per Article 3 below.

Article 3 Elections and Terms of Office

Section 1 —The currently serving immediate past-president shall be the chair of the Nominating Committee. Other committee members will be selected by the chair with concurrence of the sitting president. In December of the club year, nominations will be made for six board positions: president, president-elect, vice president, treasurer, secretary, and sergeant-at-arms. The terms of the positions will commence July 1 of the following year. Nominations will be shared at the November Board of Directors meeting (or December meeting if held one week before the Annual Meeting) and presented for election at the club's Annual Meeting, to be held before 31 December. Nominations will be presented to the club by the Nominating Committee Chair, an offer for nominations from the floor will be extended, a motion and second to close nominations will be accepted, a voice vote for all positions will be taken if uncontested.

If a position is contested, written ballots will be used. The sergeant-at-arms will confirm the will of the members based on the voice vote or written ballots, if applicable. The candidates for president, president-elect, vice-president, secretary, and treasurer receiving a majority of the votes shall be declared elected to their respective offices. Candidates for any open director positions receiving a majority of the votes shall be declared elected as directors. The president and other officers in such balloting shall assume office on 1 July of the upcoming year. The president-elect in such balloting shall assume office as president on 1 July immediately following that year.

Section 2 — The candidate who receives a majority of the votes for each office is declared elected to that office. The officers and directors, so elected, together with the immediate past president shall constitute the board.

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
- President-elect one year, then becoming president if confirmed
- Vice-President one or multiple years
- Secretary three or more years
- Treasurer three or more years
- Sergeant-at-Arms three or more years

When a successor is not elected, the current president's term can be extended for up to one year.

Article 4 Duties of the Officers

Section 1 – 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 2 – President-elect. It shall be the duty of the president-elect to serve as a director and to perform such other duties as may be prescribed by the president or the board.

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.

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 to *THE ROTARIAN*; and perform other duties as usually pertain to the office of secretary. *The secretary (lead responsibility) and treasurer work together as a team to record attendance at meetings, and report as required by RI, including the stated monthly and semi-annual reports.* The secretary shall turn over all records related to the office to the incoming secretary as printed and/or electronic documents.

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.

Section 7 - Immediate past president. This person serves as a director on the club board, and is an officer of the club.

Article 5 Meetings

Section 1 – An annual meeting of this club is held before 31 December (preferably the first or second Monday of December) to elect the officers and directors who will serve for the next Rotary year.

Section 2 - The regular weekly meetings of this club shall be held on Monday at 6:30 PM. 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 fifty (50) 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 10, Sections 1 - 3.

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

Section 4 – Regular meetings of the board shall be held on the fourth Tuesday of each month, unless changed due to conflicts with one week's notice. 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 directors shall constitute a quorum of the board.

Article 6 Fees and Dues

Section 1 – The admission fee shall be \$ 75.00 to be paid before the applicant can qualify as a member. This fee may be adjusted one time by the Board without a revision to these By-Laws. The basis for the fee shall be explained to each applicant by the sponsoring Rotarian or Membership Chairman. This fee may be waived by the President for an applicant who has resigned from a former club for the purpose of immediately joining the Rotary Club of Hilton Head Island-Sunset.

Section 2 - Annual club dues are \$ 320.00. They are paid as follows: Quarterly per statements issued by the Treasurer. Annual club dues include RI per capita dues, subscriptions to an official magazine, district per capita dues, club fees, and any other Rotary or district per capita assessment. Annual club dues may be reviewed by the Board annually and increased by up to 10% without revision to the By-Laws. Changes in dues shall be incorporated into a revision of the By-Laws at least every 3 years.

Section 3 – Members shall be billed in 3 installments for a donation to the Rotary Foundation, Annual Share as follows: \$50.00 1st Rotary Year quarter, and \$25.00 for the 2nd and 3rd Rotary Year quarters. This is to satisfy the “Every Rotarian, Every Year” (EREY) commitment that the club has adopted and so that all will be “Sustaining Members”.

Section 4 – Members shall be billed quarterly for the cost of special club events such as dinners and socials that they elect to attend.

Section 5 – A member who is delinquent in payment of dues or fees shall be notified by the secretary in writing and given 10 days from the date of notification to get the account up to date. Continued non-payment shall be handled as provided in the club’s Constitution, Article 13, Section 3.

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 may be conducted by ballot (reference Article 3 of these By-Laws). The board may also provide a ballot for a vote on some resolutions.

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 intends to be active in each of the five Avenues of Service.

Article 9 Committees

Club committees are charged with carrying out the annual and long-range goals of the club based on the five 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 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 and there be at least 2 members on each committee. Standing committees should be appointed as follows:

- Club Administration

This committee should conduct activities associated with the effective operation of the club.

- Membership

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

- Public Image

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.

- Service Projects

This committee should develop and implement educational, humanitarian, and vocational projects that address the needs of its community and communities in other countries.

General provisions and expectations of committees --

- (a) The president shall be an ex officio member of all committees and, as such, shall have all the privileges of membership thereon. The president may appoint additional ad hoc committees as needed.
- (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.

(Note: The above committee structure is in harmony with both the District Leadership Plan and the Club Leadership Plan. Clubs have the discretion to create any

committees that are required to effectively meet its service and fellowship needs. A sample listing of such optional committees is found in the Club Committee Manual. A club may develop a different committee structure as needed.)

Article 10 Duties of Committees

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 to appropriate RI materials. The service projects committee will consider the Avenues of Vocational Service, Community Service, and International 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 in advance of the commencement of the year as noted above.

Article 11 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.

(Note: 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.)

Article 12 Finances (revised 9/14/2020)

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, money market fund, or charitable foundation, named by the board. The club funds shall be divided into two separate parts: club operations and charitable / service operations.

Section 3 – All bills shall be paid by the treasurer or other authorized officer only when approved by one other officer or director. Exceptions: Items in the approved budget only require the requesting officer's or committee chairman's approval for payment.

Dues invoices from RI and the District shall be reviewed by the secretary for accuracy and paid by the treasurer without further approval.

Section 4 – A thorough review of all financial transactions by a qualified person shall be made once each year.

Section 5 – Officers having charge or control of club funds shall give bond, if 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, 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. The board review shall include a meeting of the prospective member with the Membership Committee Chairman or representative and an on-line sex offender registry inquiry by the Child Protective Chairman.

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 – If no written objection to the proposal, 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, upon payment of the admission fee (if not honorary membership), as prescribed in these bylaws, shall be considered to be elected to membership. 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.
- Any unfinished business.
- Any new business.
- Address or other program features.
- Adjournment.

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 mailed 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 standard Rotary club constitution and with the constitution and bylaws of RI.

Updated to latest RI standards: 1 October 2019

Adopted by the Board: 29 October 2019

Ratified by the Membership: 11 November 2019

Article 12 revisions approved by Membership at the 9/14/2020 regular meeting.