

Bylaws of the Rotary eClub of District 5010

These Bylaws include all pertinent provisions of the Manual of Procedure and Code of Policies of Rotary International even though such provisions are not included in this document. Additions, modifications or amendments to this manual may be made only as specified in Article 12. In the event of conflicts with this document, the Rotary International governance and policy documents will prevail.

These Bylaws were approved by the eClub Board of Directors on, April 8, 2023, and by the full membership on April 22, 2023

Article 1 Definitions

1. **Board:** The club's board of directors
2. **Director:** A member of the club's board of directors
3. **Member or Active Member:** A member of the club or the satellite, other than an associate, friend or emeritus of the club
4. **Associate:** An individual becoming acquainted with a Rotary club, its members, its programs and projects, and the expectations of club membership, especially those who may be considering active membership. Associate members are not entitled to hold any club position but are encouraged to work with club committees and become involved in service projects. Associate Members pay a fee to the club, but not to Rotary International, and are not included in a club's membership numbers. They may not vote nor hold office. An active member cannot become an associate member in the same club. For individuals who becoming associates for the purpose of making a decision about active club membership, the term of associate membership is a maximum of 12 months. Associate members are approved by the board and active club members. The board may revoke an honorary membership at any time
5. **Friend:** Friends is a supporter of the club and its work. This may be a non-Rotarian or a member of another Rotary club. Friends do not pay a fee and there is also not an expectation for attendance although they are encouraged to participate in club meetings, activities and projects. Friends are not included in a club's membership numbers. The board approves friends of the club and may revoke the status at any time.
6. **Emeritus:** An emeritus is an active Rotary member from another club who has distinguished his/herself by continuing and valued service to the eClub. Individuals with an emeritus status from other clubs are exempt from paying admission fees and dues, may not vote and may not hold an office in the club, and are not included in a club's membership numbers. Emeritus status may also be bestowed on an active member of the eClub for long-term, valued service. The board approves emeritus status which it may revoke at any time.
7. **Quorum:** The minimum number of participants who must be represented on a vote:
 1. for club decisions: a simple majority of the club's members must participate
 2. for club board decisions: a majority of the officers and directors
8. **RI:** Rotary International
9. **Year:** The 12-month period that begins on 1 July and ends on June 30 of the subsequent year.

Article 2 Board

Section 1 — The governing body of this club is its board of directors consisting of, at a minimum, the president, immediate past president, president elect, secretary, treasurer and two elected directors. All are voting members. Any active member in good standing may run for those offices. The satellite club will have a chair and a vice chair with the chair, or a club designate, holding a voting seat on the eClub board. The eClub president nominee and treasurer elect, when selected, will be non-voting members.

The voting board will be 8 members as designated above.

Section 2 — The satellite club will appoint a treasurer and active satellite members to serve on a steering committee to carry out needed club functions.

Article 3 Elections and Terms of Office

Section 1 — Elections shall be prior to 15 December. Nominations for president, president nominee, secretary, treasurer, all director positions and treasurer elect, as needed, and will be presented by a nominating committee, by members from the floor or both. The satellite club will nominate and vote on its own representative.

A call for nominations will be sent to club members at least two months prior to the elections. A slate of nominees will be sent to the membership 30 days prior to the election date with a ballot provided 7 days in advance of the election date for return no later than the day of the election.

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 his or her 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 — To provide a year of mentoring and training, the term of the Treasurer-Elect will coincide with the final year of the active Treasurer's term.

Section 6 — The terms of office for each role are:

1. President – one year
2. Immediate Past President – one year
3. Secretary – requested to serve for a three-year term with annual re-election
4. Treasurer-Elect - one year, with the expectation to serve as treasurer in the term(s) immediately following. The role of treasurer elect may be held concurrently with the last year of another position.
5. Treasurer – requested to serve a two-year term with annual re-election. Prior service for one year as the treasurer-elect is highly preferred, but not a prerequisite if otherwise qualified for the position.
6. Elected Directors – One year with eligibility to stand for re-election and serve up to a three-year term

Article 4 Duties of the Officers

Section 1 — The president presides at club and board meetings. In the absence of the president, the duties fall to the immediate past president or president elect.

Section 2 — The immediate past president serves on the club board and completes duties assigned by the president.

Section 3 — The president-elect prepares for his or her year in office and completes related duties assigned by the president. S/He also takes a leadership role in fundraising for the subsequent year.

Section 4 — Elected directors attend club and board meetings.

Section 5 — The secretary keeps membership and attendance records and minutes of all official meetings.

Section 6 — The treasurer oversees all funds, and provides an annual accounting to members. During the final year of the term, the treasurer will mentor and train the Treasurer-Elect.

Article 5 Meetings

Section 1 — An annual meeting of this club is held no later than 15 December to elect the officers and directors who will serve for the next Rotary year. At the District Conference, the club will hold an in-person meeting and provide remote access for members not present.

Section 2 — This club meets as follows: the second and fourth Saturdays of each month at 8:00 am Alaska time. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members. Meetings at other times may be scheduled with notice.

Section 3 — Board meetings are held each month immediately following the first club meeting of the month. Special meetings of the board are called with at least 72-hour notice by the president or upon the request of two board members.

Section 4— The satellite club will hold in-person or remote meetings on Tuesdays at 5:30 pm. In-person meetings will have remote connectivity.

Article 6 Dues

Annual club dues for members will be \$300 and \$50 for associate members. They are paid as follows: invoices will be sent to members by 1 May with payment due on 1 June and considered delinquent after 29 June. Annual club dues include RI per capita dues, a subscription to The Rotarian or a Rotary regional magazine, district per capita dues, club fees and any other Rotary or district per capita assessment. Membership may be terminated if dues are not paid by 30 June after at least two reminders have been provided. For new members, dues will be pro-rated as follows: Quarter 1 - \$300, Quarter 2 – \$225, Quarter 3 – \$155, Quarter 4 - \$85.

For Rotarians who have two or more family members who are also club members and reside at the same address, a reduced dues rate will be charged for the second or subsequent club members. The dues amount for each of those individuals will be the total of Rotary International and District dues for the relevant year plus \$5.00. The first member will pay the usual dues rate.

Article 7 Method of Voting

The business of this club is conducted by paper ballot, voice vote or email. The election of officers and directors is conducted by paper or email ballot.

Article 8 Committees

Section 1 — Club committees will coordinate their efforts to achieve the club's annual and long-term goals. A chair will coordinate the work of each committee and is appointed by the president elect at the same time as the annual election or as needed. Chairs will serve a one-year term with eligibility to stand for reappointment, serving up to a three-year term. Appointments will be approved by the board.

A committee chair may also be elected as a director. Committee chairs are:

- Club Administration
- Rotary Foundation
- Membership
- Service
- Public Image

At the president's discretion, additional positions may be appointed, including:

Satellite Liaison

- Fundraising Chair
- Social Chair
- Programs Chair
- Sub-committee chairs based on club, district or Rotary priorities

Section 2 — The president is an ex-officio member of all committees and, as such, has all the privileges of membership.

Section 3 — Each committee chair is responsible for committee membership, for the regular meetings and activities of the committee, to supervise and coordinate its work, and reports to the board on all committee activities.

Article 9 Finances

Section 1 — Before each fiscal year starts, the treasurer, in conjunction with 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. Club operations, service projects and reserve fund will be accounted for separately in the financial statements. The satellite may maintain their own accounts and records, and will provide a written financial report and bank statement(s) monthly to the treasurer prior to the board meeting.

Section 3 — Bills approved by the board are paid by the treasurer, and signed by the treasurer and president.

Section 4 — A financial statement will be provided to Board members monthly prior to the Board meeting.

Section 5 — A person appointed by the president conducts a thorough annual review of all financial transactions.

Section 6 — Club members will receive an annual financial statement of the club from the prior year by 1 August.

Section 7 — The fiscal year is from 1 July to 30 June.

Section 8 — Club financial transactions are conducted in USD.

Section 8 — Financial management procedures will comply with the club's financial policy.

Article 10 Method of Accepting Members

Section 1 — A member proposes a candidate for membership to the board or another club proposes one of its transferring or former members according to club and Rotary International policy and procedures.

Section 2 — The board approves or rejects the candidate's membership as soon as possible and within 14 days and notifies the proposing member of its decision.

Section 3 — If the board approves the candidate's membership, the proposed member's name is sent to the membership. Members may comment in writing to the board on the proposed member within 7 days. Without objection, the prospective member is invited to join the club. If there are written objections, the board will make a final decision within 30 days.

Section 4 — The satellite club will maintain a minimum of 8 active members to maintain its satellite status.

Article 11 Resolutions

Any resolutions or motions to commit the club to any position or action shall first be reviewed and approved by the board. If resolutions or motions are first offered at a club meeting, they shall be sent to the board without discussion.

Article 12 Amendments

These Bylaws may be amended at any regular club meeting. Changing the club Bylaws requires sending written notice to each member 10 days before the vote, 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.

The president nominee will review these Bylaws and amendments annually, and recommend any adjustments to the board of directors by 31 March.