

**Bylaws of the Rotary Club of  
STRATFORD, CONNECTICUT  
Revised September 29, 2015**

**Article I    Election of Directors and Officers**

Section 1 – At a regular meeting in November prior to the meeting for election of officers, the presiding officer shall ask for nominations by members of the club for President, one or more Vice-Presidents, Secretary, Treasurer, and Sgt. at Arms. In addition, nominations for Directors may also be taken. The nominations may be presented by a nominating committee or by members from the floor, by either or by both as the 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 voted for at the annual meeting. The candidates for President, one or more Vice-Presidents, Secretary, Treasurer and Sgt. at Arms receiving a majority of the votes shall be declared elected to their respective offices. The candidates (max of 6) for Director receiving a majority of the votes shall be declared elected as Directors. The President elected in such balloting shall serve as a member of the Board as President-Elect for the year commencing on the first day of July next following the election, and shall assume office as President on the first day of July immediately following the year of service on the Board as President-Elect.

Section 2 – The Officers and Directors so elected, together with the immediate past President shall constitute the Board of Directors and their term shall expire on June 30 of the next Board's year. Members of the Board are eligible for re-election without limitation.

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 board of directors-elect.

**Article II    Board of Directors**

The governing body of this club shall be the Board of Directors elected in accordance with article I, section 1 of these bylaws and shall consist of the President, Vice-President, President-Elect, Secretary, Treasurer, the immediate Past President and elected directors

### **Article III 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 the office of president.

Section 2 – *President-Elect*. It shall be the duty of the 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.

Section 3 – *Vice-Presidents*. It shall be the duty of the Vice-Presidents 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 the office of Vice-President. The Vice President will normally be presented to the club during the following year's election as President and serve as President-Elect of that year, thus creating a transition from Vice-President to President-Elect to President (IE:2016/2017 he/she would be Vice President, 2017/2018 President-Elect, 2018/2019 President)

Section 4 – *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 RI, including :
  1. the semiannual reports of membership, which shall be made to the general secretary of RI on January 1<sup>st</sup> and July 1<sup>st</sup> of each year.
  2. prorated reports to the general secretary on 1 October and 1 April of each active, senior active and past service member who has been elected to membership in the club since the start of the July or January semiannual reporting period,
  3. the report of changes in membership, which shall be made to the general secretary of RI,
- the monthly report of attendance at the club meetings, which shall be made to the district governor immediately following the last meeting of the month

Section 5 – *Treasurer*. It shall be the duty of the Treasurer to have custody of all funds, accounting for same to the Club at each Board Meeting and at the annual

meeting in December and at any other time upon demand by the Board and to perform such other duties as pertain 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 such other duties as may be prescribed by the President or the Board.

## **Article IV Meetings**

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

*(Note: Article IV, section 2 of the standard Rotary club constitution provides that “An annual meeting for the election of offices of this club shall be held no later than the thirty-first day of December in each year as provided in the bylaws of this club”)*

Section 2 – The regular weekly meetings of this club shall be held on Tuesday at 12:15 pm. This can be changed only by approval of the Board of Directors and vote by a majority of club members

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 VII, section 3 of 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.

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 scheduled by the President and notice thereof shall be provided to all Members of the Club. 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. Notice of such meetings may be given in any manner reasonably calculated to provide

actual notice to persons entitled to attend. A majority of the board members shall constitute a quorum of the Board. Attendance at a meeting of the Board shall be counted in the same manner as attendance at a meeting of another Rotary Club.

Section 5- Members are required to periodically provide a speaker or program at meetings. The President will assign a member to schedule speakers with club members and this schedule will be posted on the club website.

## **Article V Fees and Dues**

Section 1 – The initiation fee shall be \$75.00, to be paid before the applicant can qualify as a member.

Section 2 – The membership dues shall be \$175.00 per annum, payable semiannually on the first day of July and of January, with the understanding that each member's subscription to THE ROTARIAN magazine shall be paid out of said dues.

## **Article VI Method of Voting**

The business of this club, including elections, shall be transacted by *viva voce* vote.

## **Article VII Committees**

Section 1 – (a) The president shall, subject to the approval of the board, appoint standing or adhoc committees as from time to time may be appropriate-

- (A) Each Club Function and Event shall have a committee, appointed by the President. Each committee shall consist of a Chairman, and not less than two (2) other members.  
The Chairman of the committee shall be responsible for regular meetings of the committee and shall report to the Board on all activities, either at the scheduled Board meeting in person or by memo or other suitable means. Attendance at any club function or committee meeting should be recorded and reported to the Club Secretary.

- (B) The President shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership thereon. Each committee shall transact such business as is delegated to it in these bylaws or by the President upon naming the Members of the Committee, 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 to the Board and approved by the Board.

## **Article VIII 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, 12 months maximum.

*(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 art. VII, sec. 3 of the standard Rotary club constitution is not computed in the attendance record of the club.)*

## **Article IX Finances**

Section 1 – The Treasurer shall deposit all funds of the club in a timely manner in a bank to be named by the Board.

Section 2 – All bills shall be paid only by checks signed by the Treasurer upon written approval by another officer. A thorough audit by a certified public accountant or other qualified person shall be made once each year of all the Club's financial transactions. This audit is to be performed within 60 days of the close of the fiscal year.

Section 3 - The fiscal year of this club shall extend from July 1<sup>st</sup> to June 30<sup>th</sup>, and for the collection of members' dues shall be divided into two (2) semiannual periods extending from July 1<sup>st</sup> to December 31<sup>st</sup>, and from January 1<sup>st</sup> to June 30<sup>th</sup>. The payment of per capita dues and magazine subscriptions to RI shall be made on

July 1<sup>st</sup> and January 1<sup>st</sup> of each year on the basis of the membership of the Club on those dates.

Section 4 – 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, shall stand as the limit of expenditures for the respective purposes unless otherwise ordered by action of the Board.

## **Article X Friends of Rotary**

## **Article XI Amendments**

These By-Laws may be amended at any regular meeting of this club, a quorum being present, by a two thirds vote of members present, provided a notice of such proposed amendment having been mailed or emailed to each member at least 10 days prior to such meeting.

## **Article XII Method of Electing Members (For all Kinds of Membership)**

Section 1 – The name of a prospective member, proposed by an active, senior active or past service member of the Club, shall be submitted to the Board in writing.

Section 2 – The Board shall ensure that the proposal meets all the classification and membership requirements of the club constitution and shall approve or disapprove the proposal and notify the proposer of its decision.

Section 3 – 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 (including the kind of membership proposed), following which the prospective member shall be requested to sign the membership proposal form and to permit his or her name and proposed classification (if active membership) to be published to the Club by announcement at a regular meeting of the Club or by any means appropriate.

Section 4 – If no written objection to the proposal, stating reasons, is received by the Board from any member (other than honorary) of the club on or before the next regular meeting of the Club, that person, (if not honorary membership), as prescribed in these bylaws, shall be considered to be elected to membership.

Section 5 - If any such objection has been filed with the Board, it shall vote on the matter at its next meeting. If approved despite the objection, the proposed member shall be considered to be elected to membership.

Section 6 – Following such election, the President shall arrange for the new member's induction and further orientation, and shall report such action to RI.

## **Article XIII Resolutions**

Any resolution or motion to commit this Club on any matter shall be voted on by the members present (quorum required), or at the presiding officer's discretion, referred to the Board.

## **Article XIV Order of Business**

Meeting called to order.

Introduction of visiting Rotarians.

Correspondence and announcements.  
Committee reports if any.  
Any unfinished business.  
Any new business.  
Address or other program features.  
Adjournments.

## **Article XV 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 provided to each member at least ten 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 RI.