

RECOMMENDED ROTARY CLUB BYLAWS

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# BYLAWS OF THE ROTARY CLUB OF

## San Diego Downtown Evening

### Article 1 Definitions

1. Board: The 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. Quorum: One-third of the club membership; a majority of directors for the Board.
5. RI: Rotary International.
6. Year: The 12-month period that begins on 1 July.

*NOTE: These bylaws are only recommendations. Club bylaws should be used to supplement the Standard Rotary Club Constitution with the common practices and processes of your club. You may update the club bylaws to reflect the current practices of your club as long as the changes do not conflict with the RI Constitution and Bylaws, the Standard Rotary Club Constitution, and the Rotary Code of Policies. Your club may also determine how to define a quorum for voting purposes. Mandatory articles that your club must include are noted below.*

*This edition of the Recommended Rotary Club Bylaws removed the sections on Avenues of Service and Leave of Absence as they are found in the Standard Rotary Club Constitution. The section Order of Business was also removed to allow clubs more flexibility. For meeting agenda details, see Rotary club leader manuals. For questions, consult your district governor.*

### Article 2 Board

The governing body of this club is the Board consisting at a minimum of the president, immediate past president, president-elect, vice president, and secretary.

*NOTE: This article must be included in your bylaws and the officers listed above are required to be members of the club Board. Your club's Board may include additional Board members such as director(s), treasurer, president-nominee, sergeant-at-arms, or others. Satellite clubs must also list their club officers in this article.*

### Article 3 Elections and Terms of Office

**Section 1** — One month prior to elections, members may nominate candidates for president, vice president, secretary, treasurer, and any open director positions.

The nominations may be presented by a nominating committee, by members from the floor, or both.

**Section 2** — The candidate who receives a majority of the votes for each office is declared elected to that office.

**Section 3** — A vacancy on the Board or any office shall be filled by the remaining members of the Board.

**Section 4** — A vacancy of any officer-elect position or director-elect position shall be filled by the remaining members of the Board-elect.

**Section 5** — Terms of office for each role are as follows:

Vice President — \_\_\_\_\_  
Director — \_\_\_\_\_  
Treasurer — Maria Jose Marmanillo  
Secretary — Josmarie Ruiz  
Sergeant-at-arms — Lali Barhoumi

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*NOTE: A process for elections must be included in your bylaws. If a nominating committee is used, details of how it is appointed must be included. The term of office for a club president is specified as one year in the Standard Rotary Club Constitution.*

**Article 4 Duties of the Board**

**Section 1** — *President.* The president shall preside at club and Board meetings.

**Section 2** — *Immediate Past President.* The immediate past president shall serve as a director.

**Section 3** — *President-elect.* The president-elect shall prepare for their year in office and serve as a director.

**Section 4** — *Vice President.* The vice president shall preside at club and Board meetings in the absence of the president.

**Section 5** — *Director.* A director shall attend club and Board meetings.

**Section 6** — *Secretary.* The secretary shall keep membership and attendance records.

**Section 7** — *Treasurer.* The treasurer shall oversee all funds and provide annual accounting of these funds.

**Section 8** — Board members may perform additional duties as assigned.

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*NOTE: See Rotary club leader manuals for details on the roles of club officers.*

**Article 5 Meetings**

**Section 1** — *Annual Meeting.* An annual meeting of this club shall be held no later than 31 December to elect the officers and directors who will serve for the next Rotary year.

**Section 2** — The regular weekly meetings of this club are held on Wednesday (day) at 5:30 PM (time). Reasonable notice of any change or cancellation of the regular meeting shall be given to all club members.

**Section 3** — Board meetings are held each month. Special meetings of the Board are called with reasonable notice by the president or upon the request of two directors.

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*NOTE: This article must be included in your bylaws. For e-clubs, section 2 must include that the e-club posts the interactive activity on the club's website by the day listed. For satellite clubs, voting procedures must be included.*

**Article 6 Fees and Dues**

**Section 1** — The admission fee, as established by RI and/or the club, shall be paid before the applicant can qualify as a member.

**Section 2** — Membership dues shall consist of RI per capita dues, subscription fees to *The Rotarian* or Rotary regional magazine, district per capita dues, club annual dues, and any other Rotary or district per capita assessment. Club annual

dues shall be in the amount of \$600.00. Membership dues shall be payable in accordance with the policies of the club as established by the Board.

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*NOTE: Club admission fees and payment deadlines must be included in your bylaws. Admission fees may be zero.*

## **Article 7 Method of Voting**

The business of this club is conducted by voice vote or show of hands except for the election of officers and directors, which is conducted by ballot. The Board may provide a ballot for a vote on a specific resolution.

## **Article 8 Committees**

**Section 1** — Club committees coordinate their efforts in order to achieve the club's annual and long-range goals. Each club should have the following committees:

- Club Administration
- Membership
- Public Relations
- Rotary Foundation
- Service Projects

**Section 2** — Additional committees may be appointed as needed.

**Section 3** — The president shall be *ex officio* a member of all committees and, as such, shall have all the privileges of membership.

**Section 4** — Except where special authority is given by the Board, committees shall not take action until a report has been made and approved by the Board. The president or the Board shall refer additional business to a specific committee as needed.

**Section 5** — 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.

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*NOTE: The committee structure is in harmony with both the District Leadership Plan and the Club Leadership Plan. Clubs have the discretion to create committees that are necessary to effectively meet its service and fellowship needs. Sample listings of optional committees are found in the Rotary manuals for club committees. Clubs may develop different committee structures as needed.*

## **Article 9 Finances**

**Section 1** — Prior to each fiscal year, the Board shall prepare an annual budget of estimated income and expenditures.

**Section 2** — The treasurer shall deposit club funds in financial institution(s) designated by the Board, divided into two parts: club operations and service projects.

**Section 3** — Bills are paid by the treasurer or another authorized officer when approved by two other officers or directors.

**Section 4** — A thorough annual review of all financial transactions shall be completed by a qualified person.

**Section 5** — An annual financial statement of the club shall be provided to club members.

**Section 6** — The fiscal year is from 1 July to 30 June.

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*NOTE: Rotary's manual for club treasurers gives details on managing club finances.*

## **Article 10 Method of Electing Members**

**Section 1** — A member shall provide a candidate's name to the Board. A transferring or former member of another club may also be proposed for membership by the former club. The proposal is kept confidential unless the Board instructs otherwise.

**Section 2** — The Board shall ensure that the candidate meets all of Rotary's membership requirements.

**Section 3** — The Board shall approve or reject the candidate's membership within 30 days and shall notify the proposer of its decision.

**Section 4** — If the decision of the Board is favorable, the prospective member is invited to join the club, educated about Rotary and membership requirements, and asked to sign the membership proposal form and to allow his or her name and proposed classification to be conveyed to the club.

**Section 5** — If no member of the club submits a written objection including reasons for the objection, to the Board within seven days after the club is notified of the prospective member, that person, upon payment of the admission fee, is considered to be elected to membership. If an objection has been filed with the Board, the club shall vote on this matter at its next meeting. If approved despite the objection, the proposed member is elected to membership after admission fee payment.

**Section 6** — The club may elect honorary members proposed by the Board.

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*NOTE: A process for electing members must be included in your bylaws. For details on new member orientation, see Rotary's reference documents.*

## **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 that written notice be sent to each member 10 days before the meeting, that a quorum be present for the vote, and that 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.