



~BY-LAWS~

Inland Waterway Rotary Club

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Inland Waterway Rotary Club of Michigan

Article 1 – Definitions

As used in these bylaws, unless the context otherwise clearly requires, the words in this article shall have the following meanings:

1. Board: The club's Board of Directors.
2. Director: A member of the club's Board of Directors.
3. Member: A member of the club, other than an honorary member.
4. 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.
5. RI: Rotary International.
6. Year: The 12-month period that begins on July 1st.

Article 2 – Board

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
- Directors

The officers listed above are required to be members of the club board.

Article 3 – Elections and Terms of Office

Section 1 — One month before elections, members nominate candidates for President Elect, President Nominee, Secretary, Treasurer, and any open Director positions. The nominations may be presented by a nominating committee, by members from the floor, or both. The board will contact each nominee for approval to be placed on the ballot. This shall be done in the month of November.

Section 2 — The elections will be held in December by the 31st. Each member will be provided with a ballot (paper or digital) on or before election day. Each member will only vote for one candidate per open Board seat. 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 — The terms of office for each role are:

- President — one year
- Immediate Past President — one year
- President Elect — one year
- Treasurer — one year
- Secretary — one year
- Director — two years
- *Board Member — two years

* Board Members will be added as club grows

Article 4 – Duties of the Officers

Section 1 — The President presides at club and board meetings.

Section 2 — The immediate Past President serves as a Director on the club board.

Section 3 — The President-Elect prepares for his or her year in office and serves as a Director.

Section 4 — The President-Elect presides at club and board meetings when the president is absent.

Section 5 — A Director attends club and board meetings.

Section 6 — The Secretary keeps membership and attendance records.

Section 7 — The Treasurer oversees all funds and provides an annual accounting of them.

Section 8 — The Sergeant-at-Arms maintains order in club meetings.

Article 5 – Meetings

Section 1 — An annual meeting of this club is held no later than 31 December to elect the officers and Directors who will serve for the next Rotary year.

Section 2 — This club meets as follows: 12:00 PM on the last Wednesday of the month at Bob's Place, 7515 US-31, Alanson, MI 49706. Reasonable notice of any change or cancellation of the regular meeting will be given to all club members.

Section 3 — Board meetings are held quarterly in January, April, July and October. Special meetings of the board are called with reasonable notice by the president or upon the request of two Directors. Board meetings may be held in person or via streaming service.

Article 6 – Dues

Annual club dues are \$240.00. They are invoiced on July 1st of each year. It is expected each member will pay the invoice upon receipt. Payment plans may be arranged with the club Treasurer.

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.

Article 7 – Method of Voting

The business of this club is conducted by voice vote, show of hands or digitally, except in the election of officers and directors, which is conducted by ballot. The board may also provide a ballot for a vote on some resolutions.

Article 8 – Committees

Section 1 — Club committees coordinate their efforts to achieve the club's annual and long-term goals. Each club should have the committees listed in article 13, section 7, of the Standard Rotary Club Constitution.

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's chair is responsible for the regular meetings and activities of the committee, supervises and coordinates its work, and reports monthly to the board on all committee activities.

Article 9 – Finances

Section 1 — Before each fiscal year starts, 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, divided into two accounts: one for club operations and one for service projects and charitable giving.

Section 3 — Bills are paid by the treasurer or another authorized officer and approved by two other officers or Directors.

Section 4 — A qualified person conducts a thorough annual review of all financial transactions.

Section 5 — Club members will receive an annual financial statement of the club.

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

Article 10 – Method of Electing Members

Section 1 — A member proposes a candidate for membership to the board, or another club proposes one of its transferring or former members.

Section 2 — Membership chair will notify all members for any objections.

Section 3 — The board approves or rejects the candidate's membership within 30 days and notifies the proposing member of its decision.

Section 4 — If the candidate's membership is approved, the prospective member is invited to join the club.

Article 10.1 – Method of Electing Honorary Members

Rotary International's rules for honorary members involve a club conferring the status for exceptional service to Rotary ideals or as a friend of Rotary, with honorary members exempt from dues and voting, unable to hold office, and not included in club membership counts. Previous active members are also eligible for honorary membership. Individuals who are not already Rotarians can be elected to honorary membership. Honorary membership should not be used simply to avoid dues or retire from active Rotary membership

Section 1 — Key Characteristics of Honorary Membership

- The role is for individuals who have given meritorious service to Rotary ideals or
- have shown permanent support for Rotary's causes.
- Honorary members are exempt from paying Rotary International (RI) dues.
- They have no voting privileges in club matters.
- They are ineligible to hold any club office or hold classifications.
- They are not included in a club's official membership numbers.
- Honorary membership is awarded at the club level and is considered a high
- distinction, to be used in exceptional cases.

Any member of the club may nominate a candidate for honorary membership. The name shall be submitted to the board, who will vote on whether or not to grant the candidate with honorary membership.

Article 11 – Adoption of RI Standard Club Constitution

The bylaws of Rotary International provide that Inland Waterway Rotary Club, admitted to membership in RI, shall adopt the prescribed Standard Club Constitution.

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 meeting, 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.

- Amendment 1: Addition of 10.1 Method of Electing Honorary Members (6/4/2025 IWRC Board Member – Unanimous).