

Bylaws of the Olympia- Capital Centennial Rotary Club

NOTE: 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.

Article I 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.

Article 2 Board

The governing body of this club is the Board consisting of eight (8) members of this club, namely, the president, immediate past president, president-elect, vice president, secretary, treasurer, sergeant-at-arms and one director.

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 Election of Directors and Officers

Section 1 — At a regular club meeting, one month prior to elections, members may nominate candidates for president, vice president, secretary, treasurer, sergeant-at-arms and any open director positions. The nominations may be presented by a nominating committee, by members from the floor, or both. If it is determined to use a nominating committee, such committee shall be appointed as the club may determine. The nominations made shall be placed on a ballot in alphabetical order under each office and shall be voted for at the annual meeting.

The candidate elected for president in such balloting shall be the president-nominee. The president-nominee shall take the title of president-elect on the first day of July next following the election, and shall serve as an officer during that year. On July 1 immediately following that year, the president-elect shall assume office as president.

Section 2 – The officers and directors, so elected, together with the immediate past president shall constitute the board. Within one week after their election, the directors-elect shall meet and elect some member of the club to act as sergeant-at-arms.

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:

(a) *Terms of Officers other than President.* Each officer shall be elected as provided in the bylaws. Except for the president, each officer shall take office on 1 July immediately following election and shall serve for the term of office or until a successor has been duly elected and qualified.

(b) *Term of President.* The president shall be elected as provided in the bylaws, not more than two (2) years but not less than eighteen (18) months prior to the day of taking office and shall serve as president-nominee upon election. The nominee shall take the title of president-elect on 1 July in the year prior to taking office as president. The president shall take office on 1 July and shall serve a period of one (1) year or until a successor has been duly elected and qualified.

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 Officers

Section 1 — *President.* The president shall preside at club and Board meetings and perform other duties that ordinarily pertain to the office of president.

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 – 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, distribute and preserve the minutes of such meetings; report as required to RI, including the club invoice reports of membership on 31 December and 30 June of each year for all members and prorated dues for active members who have been elected to membership in the club as of 31 December and 30 June;

maintain 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; and perform other duties as usually pertain to the office of secretary.

Section 6 – 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 7 – 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 8 – Director. A director shall attend club and Board meetings.

Article 5 Meetings

Section 1 – Annual Meeting. An annual meeting of this club shall be held on the first regular meeting in December each year 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 from 5:15-6:15PM. Reasonable notice of any change or cancellation of the regular meeting shall be given to all club members.

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 sixty (60) 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 9, sections 1 and 2.

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

Section 4 – Board meetings are held each month as established by the board at their first meeting in July. 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.

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 to be paid before an applicant can qualify as a member of this club is zero.

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 determined annually by the board in the amount of at least \$250.00. Membership dues shall be payable in accordance with the policies of the club as established by the Board.

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

Section 3 – The membership dues for any member who is elected in accordance with Article 13 more than one month following the beginning of the rotary year shall be assessed membership dues payable on the first day of month following the member's election to the club. Dues shall be prorated based on the number of months remaining in the rotary year divided by twelve, with the understanding that a portion of each prorated annual payment shall be applied to each member's subscription to the RI official magazine.

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 determine that a specific resolution be considered by ballot rather than by voice vote.

Article 8 Committees

Section 1 — Club committees coordinate their efforts in order to achieve the club's annual and long-range goals. 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.

Each club should have the following committees:

- 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.

- 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.

Section 2 — Additional committees may be appointed as needed.

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

Section 4 — 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.

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.

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. ...Clubs may develop different committee structures as needed.

Article 9 Finances

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: club operations and charitable/service operations.

Section 2 — The treasurer shall deposit all club funds in a bank, named by the board. The club funds shall be divided into two separate parts: club operations and service projects.

Section 3 — All bills shall be paid by the treasurer or other authorized officer only 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.

Section 6 — Officers having charge or control of club funds shall give bond as required by the board for the safe custody of the funds of the club, cost of bond to be borne by the club.

Section 7 — The fiscal year of this club is from 1 July to 30 June, and for the collection of members' dues may 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 RI dues and RI official magazine subscriptions shall be made each year in July and January, based on club membership as of 30 June and 31 December.

Article 10 Method of Electing Members

Section 1 – The name of a prospective member, proposed by an active club member acting as the sponsor, 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 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 of its submission, and shall notify the club sponsor, through the club secretary, of its decision.

Section 4 – If the decision of the board is favorable, the prospective member is invited to join the club, is educated about Rotary and membership requirements, and asked 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 member (other than honorary) of the club submits a written objection including reasons for the objection to the Board within seven (7) days after the club is notified of the prospective member, that person, upon payment of the admission fee (if not honorary membership), 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 – 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 members proposed by the Board in accordance with the standard Rotary club constitution article 7, section 7.

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 mailed, faxed or emailed to each member ten (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.